

# **ENERPLUS RESOURCES (USA) CORPORATION**

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**Charles B. Wiley**  
Senior Engineering Advisor

May 9, 2008

Utah Division of Oil, Gas and Mining  
1594 West North Temple, Suite 1210  
P.O. Box 145801  
Salt Lake City, Utah 84114-5801  
Attention: Ms. Diana Mason

Re: Application for Permit to Drill Windy Ridge-State 34-7  
SW NE, Section 34-T2S-R1W  
Duchesne County, Utah

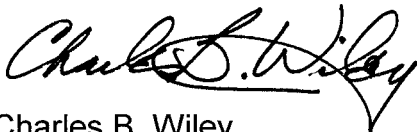
Dear Ms. Mason:

Enclosed please find two copies of an application for permit (APD) to drill the above referenced oil well. When this APD is received, please contact me at 972-618-4760 to set up a State, On-Site visit. If you have any questions, please give me at call.

Enerplus Resources (USA) Corporation requests that all information associated with this well be held **STRICTLY CONFIDENTIAL**. We understand that the information on the application itself will not be considered confidential.

We are currently actively negotiating a Surface Agreement with the surface owner and expect to have an Agreement signed before May 16, 2008. We will send you a Surface Owner Affidavit as soon as it is signed.

Sincerely,



Charles B. Wiley  
Senior Engineering Advisor

enclosures

**RECEIVED**

**MAY 12 2008**

**DIV. OF OIL, GAS & MINING**

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT ☐  
(highlight changes)

APPLICATION FOR PERMIT TO DRILL				5. MINERAL LEASE NO: ML-50139	6. SURFACE: Fee
1A. TYPE OF WORK: DRILL <input checked="" type="checkbox"/> REENTER <input type="checkbox"/> DEEPEN <input type="checkbox"/>				7. IF INDIAN, ALLOTTEE OR TRIBE NAME:	
B. TYPE OF WELL: OIL <input checked="" type="checkbox"/> GAS <input type="checkbox"/> OTHER _____ SINGLE ZONE <input checked="" type="checkbox"/> MULTIPLE ZONE <input type="checkbox"/>				8. UNIT or CA AGREEMENT NAME:	
2. NAME OF OPERATOR: Enerplus Resources (USA) Corporation				9. WELL NAME and NUMBER: Windy Ridge-State 34-7	
3. ADDRESS OF OPERATOR: 1700 Lincoln St., #1300 CITY Denver STATE CO ZIP 80203-4513 PHONE NUMBER: (720) 279-5500				10. FIELD AND POOL, OR WILDCAT: <i>Underground</i> <del>Altamont Bluebell Field</del>	
4. LOCATION OF WELL (FOOTAGES) <i>587004x 44578454 40.268449</i> AT SURFACE: 1734' FNL and 1325' FEL of Section 34-T2S-R1W, Duchesne County AT PROPOSED PRODUCING ZONE: Same as Surface Location <i>- 109.976759</i>				11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNE 34 2S 1W USB&M	
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: 3.3 +/- miles southwest of Ballard				12. COUNTY: Duchesne	13. STATE: UTAH
15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET) 1325' FEL		16. NUMBER OF ACRES IN LEASE: 440		17. NUMBER OF ACRES ASSIGNED TO THIS WELL: 640	
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET) First well in Section 34-T2S-R1W		19. PROPOSED DEPTH: 12,800		20. BOND DESCRIPTION: Surety Bond	
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): 4998' GR		22. APPROXIMATE DATE WORK WILL START: 7/1/2008		23. ESTIMATED DURATION: 90 days	

24. PROPOSED CASING AND CEMENTING PROGRAM						
SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT			SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT	
17.5	13.375	H40	48	100	Class G	146 sacks 1.20 15.6
12.25	9.625	J55	36	2,400	See details on attached Drilling Procedure	
8.75	<del>7.0</del>	<del>355</del>	<del>20</del>	<del>8,700</del>		
	7	N80	29#28	9,000	1 1/2 c.w. 6/23/08	
6.125	5	N80	18	12,800	Prem Lite HS	175 sacks 1.89 13.0

25.	ATTACHMENTS
VERIFY THE FOLLOWING: <input checked="" type="checkbox"/> WELL PLAN <input type="checkbox"/> EVIDENCE	UTAH OIL AND GAS CONSERVATION GENERAL RULES: ENGINEER <input checked="" type="checkbox"/> COMPLETE DRILLING PLAN USE OF WATER <input type="checkbox"/> FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNER

NAME (PLEASE PRINT) Charles B. Wiley TITLE Senior Engineering Advisor *972 618 4760*  
SIGNATURE *Charles B. Wiley* DATE 5/9/2008

(This space for State use only)

API NUMBER ASSIGNED: 43013-33982

Approved by the  
Utah Division of  
Oil, Gas and Mining

Date: 07-03-08

By: *[Signature]*

RECEIVED

MAY 12 2008

DIV. OF OIL, GAS & MINING

**STATE OF UTAH**  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT ☐  
(highlight changes)

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2. NAME OF OPERATOR: <b>Enerplus Resources (USA) Corporation</b>				9. WELL NAME and NUMBER: <b>Windy Ridge-State 34-7</b>	
3. ADDRESS OF OPERATOR: <b>1700 Lincoln St., #1300</b> CITY <b>Denver</b> STATE <b>CO</b> ZIP <b>80203-4513</b> PHONE NUMBER: <b>(720) 279-5500</b>				10. FIELD AND POOL, OR WILDCAT: <i>underground</i> <del>Attorney Bluebell Field</del>	
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14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: <b>3.3 +/- miles southwest of Ballard</b>				12. COUNTY: <b>Duchesne</b>	13. STATE: <b>UTAH</b>
15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET) <b>1325' FEL</b>		16. NUMBER OF ACRES IN LEASE: <b>440</b>		17. NUMBER OF ACRES ASSIGNED TO THIS WELL: <b>640</b>	
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12.25	9.625	J55	36	2,400	See details on attached Drilling Procedure	
8.75	7.0	J55	20	8,700		
	7	N80	29#28	9,000	1% c.wt. 6/23/08	
6.125	5	N80	18	12,800	Prem Lite HS	175 sacks 1.89 13.0

25. ATTACHMENTS	
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES:	
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER <input type="checkbox"/> EVIDENCE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN <input type="checkbox"/> FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNER

NAME (PLEASE PRINT) Charles B. Wiley    TITLE Senior Engineering Advisor 972 618 4760  
 SIGNATURE *Charles B. Wiley*    DATE 5/9/2008

(This space for State use only)

API NUMBER ASSIGNED: 43013-33982

(11/2001)

**Approved by the  
Utah Division of  
Oil, Gas and Mining**

APPROVAL:  
Date: 07-03-08  
By: *[Signature]*

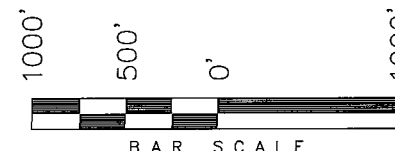
**RECEIVED**  
**MAY 12 2008**

DIV. OF OIL, GAS & MINING

**T2S, R1W, U.S.B.&M.**

**ENERPLUS RESOURCES (USA) CORP.**

WELL LOCATION, WINDY RIDGE-STATE 34-7,  
LOCATED AS SHOWN IN THE SW 1/4 NE 1/4  
OF SECTION 34, T2S, R1W, U.S.B.&M.  
DUCHESE COUNTY, UTAH.

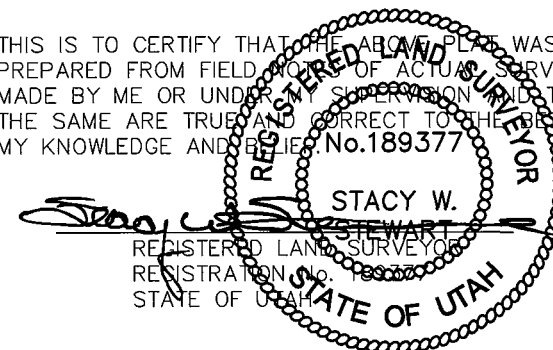


**NOTES:**

1. Bearings are based on Global Positioning Satellite observations.



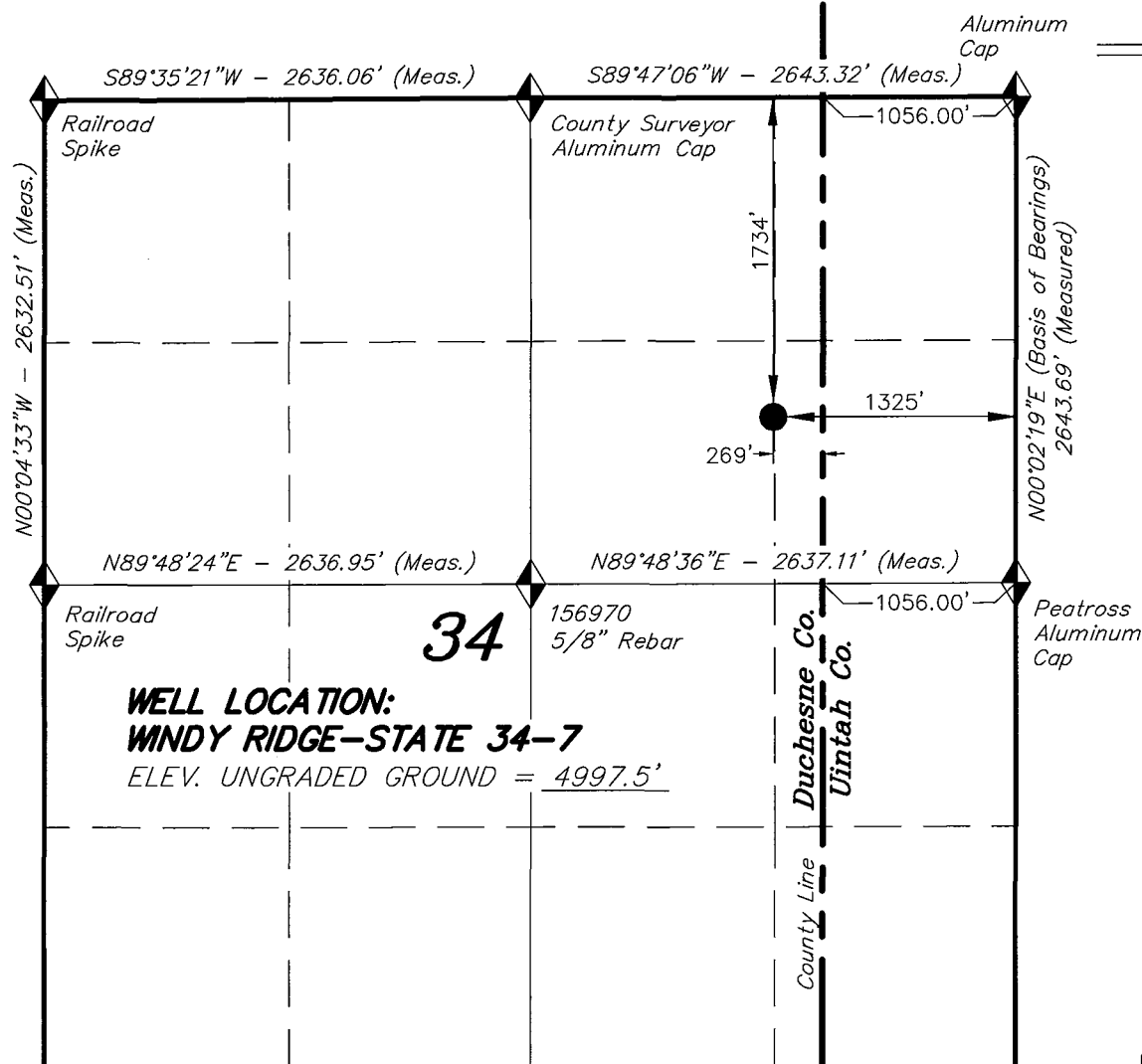
THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS  
PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS  
MADE BY ME OR UNDER MY SUPERVISION AND THAT  
THE SAME ARE TRUE AND CORRECT TO THE BEST OF  
MY KNOWLEDGE AND BELIEF. No.189377



**TRI STATE LAND SURVEYING & CONSULTING**

180 NORTH VERNAL AVE. - VERNAL, UTAH 84078  
(435) 781-2501

DATE SURVEYED: 04-07-08	SURVEYED BY: D.J.S.
DATE DRAWN: 04-08-08	DRAWN BY: R.V.C.
REVISED: 05-01-08 F.T.M.	SCALE: 1" = 1000'



**WELL LOCATION:**  
**WINDY RIDGE-STATE 34-7**  
ELEV. UNGRADED GROUND = 4997.5'

◆ = SECTION CORNERS LOCATED

BASIS OF ELEV;  
U.S.G.S. 7-1/2 min QUAD (ROOSEVELT)

**WINDY RIDGE-STATE 34-7**  
(Surface Location) NAD 83  
LATITUDE = 40° 16' 06.41"  
LONGITUDE = 109° 58' 38.95"

ENERPLUS RESOURCES (USA) CORPORATION  
WINDY RIDGE-STATE #34-7  
SW NE, SECTION 34-T2S-R1W

**TEN POINT DRILLING PROGRAM**

1. GEOLOGIC SURFACE FORMATION:  
Uinta formation of Upper Eocene Age.
2. ESTIMATED TOPS OF IMPORTANT GEOLOGIC MARKERS:

Green River	2,973'
Trona	4,567'
Mahogany Bench	6,592'
TGr/W Transition	9,291'
Wasatch	9,711'
3. ESTIMATED DEPTHS OF ANTICIPATED WATER, OIL, GAS OR MINERALS:

Green River Formation	2,873' – 4,567' – Oil and Gas
TGr/W Transition	9,291' – 9,711' – Oil and Gas
Wasatch Formation	9,711' – 12,800' – Oil and Gas
4. PROPOSED CASING PROGRAM:

Conductor Casing:	13.375"-48#-H40 with ST&C collars; Set at 100' +/- (New)
Surface Casing:	9.625"-36#-J55 with LT&C collars; Set at 2,400' (New)
Intermediate Casing:	7"-29#-N80 with LT&C collars; Set from 0' – 9,000' (New)
Production Liner:	5"-18#-N80, with flush joint connections; Hung from 8,800' – 12,800' with a liner hanger (New)
5. MINIMUM SPECIFICATIONS FOR PRESSURE CONTROL:  
The operator's minimum specifications for pressure control equipment are as follows:

Annular Preventer - 11", 5,000 psig WP  
Ram Preventer – 11", 5,000 psig WP, double gate unit with a hydraulic closing unit. The BOPs will be installed on the 9.625" surface casing before the 8.75" intermediate casing hole is begun. The BOPs and 9.625" surface casing will be tested to 2400 psi before the 9.625" shoe is drilled out. The BOPs will remain in place until the well is drilled to TD and the production liner is cemented in place. The BOP rams will be changed whenever the drill pipe size is changed before the 6.125" production liner hole is begun at 9,000'. The BOPs and the 7" intermediate casing will be tested to 5000 psi before the 7" shoe is drilled out. The BOPs will be function checked daily and pressure tested every 14 days thereafter.

Refer to Exhibit A for a diagram of BOP equipment that will be used on this well.
6. TYPE AND CHARACTERISTICS OF THE PROPOSED CIRCULATION MUDS:

This well will be drilled to TD with a fresh water/polymer system. If necessary to control formation fluids, the system will be weighted with the addition of bentonite gel and, if conditions warrant, barite. This fresh water system typically will contain Total Dissolved Solids (TDS) of less than 3,000 PPM. Neither potassium chloride nor chromates will be utilized in the fluid system. Mud weights will be closely controlled and weighted as necessary for control formation pressures. Detection devices to be used to monitor the mud system include a pit level indicator with alarm and flow rate, mud pump pressure and mud pump strokes indicators. The maximum anticipated mud weight to 9,000' will be 9.5 ppg and may reach as high as 11.8 ppg at TD.

MUD PROGRAM  
Surface – 12,800'

MUD TYPE  
Fresh water system

7. AUXILIARY SAFETY EQUIPMENT TO BE USED:

Auxiliary safety equipment will be a Kelly Cock, bit float and a TIW valve with drill pipe threads.

8. TESTING, LOGGING AND CORING PROGRAMS:

There will be two separate logging runs. The first log run will be from 9,000' to the base of surface casing, prior to setting the intermediate casing, and will consist of Array Induction, Gamma Ray, Caliper, Compensated Neutron-Density logs. (The Gamma Ray log will be run to the surface.) The second log run will be from TD to the base of the intermediate casing, prior to setting the production liner, and will consist of Array Induction, Gamma Ray, Caliper, Compensated Neutron-Density logs. It is possible that a Sonic log might be included in one or both logging runs. Cement Bond Logs will be run from PBTD to the cement tops for both the production liner and intermediate casing. No drill stem testing is anticipated. Rotary Sidewall Coring will be conducted within the Green River formation (2873' to 4567') prior to setting the intermediate casing as well as in the Wasatch formation (9711 to 12800') prior to setting the production liner.

9. ANTICIPATED ABNORMAL PRESSURE OR TEMPERATURE:

The anticipated maximum bottom hole pressure is 7800 psi. It is not anticipated that abnormal temperatures will be encountered or that any other abnormal hazards, such as H<sub>2</sub>S, will be encountered in this area.

10. ANTICIPATED STARTING DATE AND DURATION OF THE OPERATION:

It is anticipated that the drilling operations will commence early in the third quarter of 2008 and take approximately 32 days from spud to rig release.

# Enerplus Resources (USA) Corporation

## Windy Ridge-State 34-7 Duchesne County, Utah

### Drilling Procedure

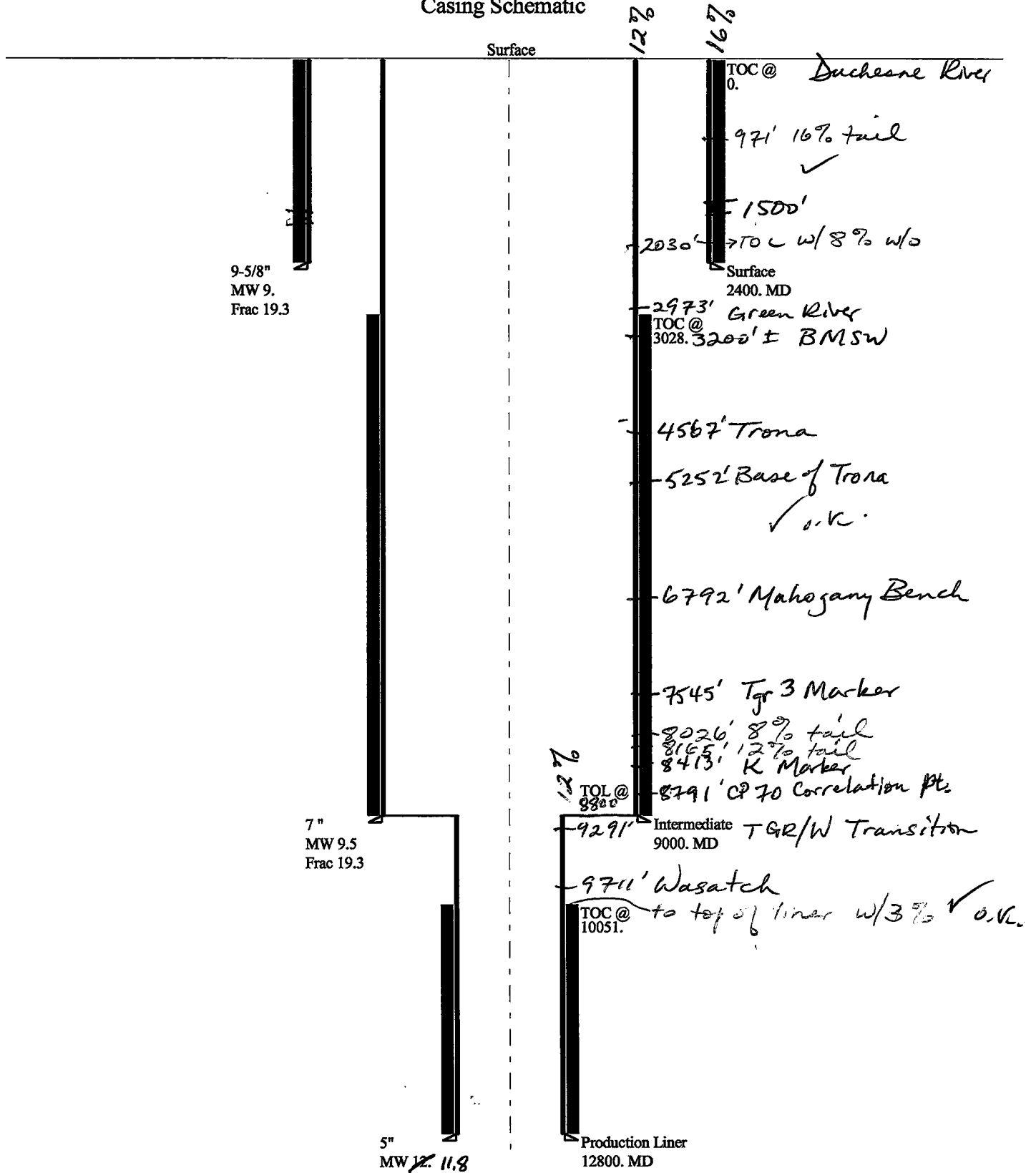
June 23, 2008

**Prepared by:**

**Charles B. Wiley P.E.**  
**Senior Engineering Advisor**

# 2008-06 Enerplus Windy Ridge ST 34-7

## Casing Schematic





Well name:

**2008-06 Enerplus Windy Ridge ST 34-7**Operator: **Enerplus Resources Corporation**String type: **Surface**

Project ID:

43-013-33982

Location: **Duchesne County****Design parameters:****Collapse**Mud weight: 8.500 ppg  
Design is based on evacuated pipe.**Minimum design factors:****Collapse:**

Design factor 1.125

**Burst:**

Design factor 1.00

**Environment:**H2S considered? No  
Surface temperature: 65 °F  
Bottom hole temperature: 99 °F  
Temperature gradient: 1.40 °F/100ft  
Minimum section length: 250 ft

Cement top: Surface

**Burst**Max anticipated surface  
pressure: 2,112 psi  
Internal gradient: 0.120 psi/ft  
Calculated BHP 2,400 psi

No backup mud specified.

**Tension:**8 Round STC: 1.80 (J)  
8 Round LTC: 1.80 (J)  
Buttress: 1.60 (J)  
Premium: 1.50 (J)  
Body yield: 1.50 (B)Tension is based on buoyed weight.  
Neutral point: 2,098 ft**Non-directional string.****Re subsequent strings:**Next setting depth: 9,000 ft  
Next mud weight: 9.500 ppg  
Next setting BHP: 4,442 psi  
Fracture mud wt: 19.250 ppg  
Fracture depth: 2,400 ft  
Injection pressure: 2,400 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	2400	9.625	36.00	J-55	LT&C	2400	2400	8.796	1041.7
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	1060	2020	1.906	2400	3520	1.47	76	453	6.00 J

Prepared Helen Sadik-Macdonald  
by: Div of Oil, Gas & MineralsPhone: (801) 538-5357  
FAX: (801) 359-3940Date: June 23, 2008  
Salt Lake City, Utah**Remarks:**Collapse is based on a vertical depth of 2400 ft, a mud weight of 8.5 ppg. The casing is considered to be evacuated for collapse purposes.  
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

*Engineering responsibility for use of this design will be that of the purchaser.*

Well name:

**2008-06 Enerplus Windy Ridge ST 34-7**Operator: **Enerplus Resources Corporation**

String type: Intermediate

Project ID:

43-013-33982

Location: Duchesne County

**Design parameters:****Collapse**Mud weight: 9.500 ppg  
Design is based on evacuated pipe.**Minimum design factors:****Collapse:**

Design factor 1.125

**Burst:**

Design factor 1.00

**Environment:**H2S considered? No  
Surface temperature: 65 °F  
Bottom hole temperature: 191 °F  
Temperature gradient: 1.40 °F/100ft  
Minimum section length: 1,500 ft

Cement top: 3,028 ft

**Burst**Max anticipated surface  
pressure: 5,163 psi  
Internal gradient: 0.220 psi/ft  
Calculated BHP 7,143 psi

Annular backup: 2.33 ppg

**Tension:**8 Round STC: 1.80 (J)  
8 Round LTC: 1.80 (J)  
Buttress: 1.60 (J)  
Premium: 1.50 (J)  
Body yield: 1.50 (B)Tension is based on buoyed weight.  
Neutral point: 7,706 ft**Non-directional string.****Re subsequent strings:**Next setting depth: 12,800 ft  
Next mud weight: 12.000 ppg  
Next setting BHP: 7,979 psi  
Fracture mud wt: 19.250 ppg  
Fracture depth: 9,000 ft  
Injection pressure: 9,000 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	9000	7	29.00	N-80	FL-4S	9000	9000	6.059	1877.1
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	4441	7020	1.581	6054	8160	1.35	223	534	2.39 J

Prepared Helen Sadik-Macdonald  
by: Div of Oil, Gas & MineralsPhone: (801) 538-5357  
FAX: (801) 359-3940Date: June 23, 2008  
Salt Lake City, Utah**Remarks:**Collapse is based on a vertical depth of 9000 ft, a mud weight of 9.5 ppg. The casing is considered to be evacuated for collapse purposes.  
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

*Engineering responsibility for use of this design will be that of the purchaser.*

Well name:	<b>2008-06 Enerplus Windy Ridge ST 34-7</b>	
Operator:	<b>Enerplus Resources Corporation</b>	
String type:	Production Liner	Project ID: 43-013-33982
Location:	Duchesne County	

**Design parameters:**
**Collapse**

Mud weight: 11.800 ppg  
Design is based on evacuated pipe.

**Minimum design factors:**
**Collapse:**

Design factor 1.125

**Burst:**

Design factor 1.00

**Environment:**

H2S considered? No  
Surface temperature: 65 °F  
Bottom hole temperature: 244 °F  
Temperature gradient: 1.40 °F/100ft  
Minimum section length: 1,500 ft

Cement top: 10,051 ft

**Burst**

Max anticipated surface pressure: 5,030 psi  
Internal gradient: 0.220 psi/ft  
Calculated BHP 7,846 psi

No backup mud specified.

**Tension:**

8 Round STC: 1.80 (J)  
8 Round LTC: 1.80 (J)  
Buttress: 1.60 (J)  
Premium: 1.50 (J)  
Body yield: 1.50 (B)

Liner top: 8,800 ft

**Non-directional string.**

Tension is based on buoyed weight.

Neutral point: 12,081 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	4000	5	18.00	N-80	FL-4S	12800	12800	4.151	398.9

Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	7846	10500	1.338	7846	10140	1.29	59	331	5.60 J

Prepared by: Helen Sadik-Macdonald  
Div of Oil, Gas & Minerals

Phone: (801) 538-5357  
FAX: (801) 359-3940

Date: June 23, 2008  
Salt Lake City, Utah

**Remarks:**

For this liner string, the top is rounded to the nearest 100 ft. Collapse is based on a vertical depth of 12800 ft, a mud weight of 11.8 ppg. The Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

*Engineering responsibility for use of this design will be that of the purchaser.*

# BOPE REVIEW

Enerplus Windy Ridge ST-34-7

API 43-013-33982

Well Name	Enerplus Windy Ridge ST-34-7	API 43-013-33982
Casing Size (")	String 1	String 2
Setting Depth (TVD)	9 5/8	7
Previous Shoe Setting Depth (TVD)	2400	9000
Max Mud Weight (ppg)	100	2400
BOPE Proposed (psi)	8.4	9.5
Casing Internal Yield (psi)	1000	5000
Operators Max Anticipated Pressure (psi)	3520	8160
	7800	10140
		11.7 ppg

Calculations	String 1	9 5/8 "
Max BHP [psi]	.052*Setting Depth*MW =	1048
		BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) [psi]	Max BHP-(0.12*Setting Depth) =	760 YES ✓ Rotating Head - verbal
MASP (Gas/Mud) [psi]	Max BHP-(0.22*Setting Depth) =	520 YES
		*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth) =	542 ← NO → no expected pressure
Required Casing/BOPE Test Pressure	2400 psi	
*Max Pressure Allowed @ Previous Casing Shoe =	100 psi	*Assumes 1psi/ft frac gradient

Calculations	String 2	7 "
Max BHP [psi]	.052*Setting Depth*MW =	4446
		BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) [psi]	Max BHP-(0.12*Setting Depth) =	3366 YES ✓
MASP (Gas/Mud) [psi]	Max BHP-(0.22*Setting Depth) =	2466 YES
		*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth) =	2994 ← NO o.k.
Required Casing/BOPE Test Pressure	5000 psi	
*Max Pressure Allowed @ Previous Casing Shoe =	2400 psi	*Assumes 1psi/ft frac gradient

Calculations	String 3	5 "
Max BHP [psi]	.052*Setting Depth*MW =	7854
		BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) [psi]	Max BHP-(0.12*Setting Depth) =	6318 NO
MASP (Gas/Mud) [psi]	Max BHP-(0.22*Setting Depth) =	5038 NO < 5000 psi for expected BHP of 7800 psi - ok for expected -
		*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth) =	7018 ← YES ✓
Required Casing/BOPE Test Pressure	5000 psi	
*Max Pressure Allowed @ Previous Casing Shoe =	8160 psi	*Assumes 1psi/ft frac gradient

**Location**

**API #TBD**

Surface SW NE 1734' FNL, 1325' FEL Sec. 34-T2S-R1W

**Permit # TBD**

TD: 12,800' MD, 12,800' TVD

Duchesne County, Utah

Elevations: 4998' GL

**Phone Numbers**

Drilling Foreman: Joe Duncan (Office: 435-722-5788; Cell: 435-823-4200)

Engineers: Charles Wiley (Office: 720-279-5543, Cell: 214-536-7128)

Wellsite Geologist: TBD (DOGM will be notified when one is selected.)

**SAFETY**

**HES' safety regulations are to be adhered to at all times by all personnel on location—no exceptions. Accident reports are to be filled out in a timely manner according to the Project Manual. Any safety/environmental questions or concerns are to be brought to the Drilling Foreman's or Service Coordinator's attention.**

**CONDUCTOR/CELLAR**

Drill 17.5" hole to +/-100' (or below boulders and into competent formation). Set 13.375"-48#-H40 ST&C (new) conductor and cement to surface with 146 sacks of Class G cement @ 1.20 cf/sk and 15.6 ppg. A "top job" may be necessary with 100 sacks of Class G cement @ 1.17 cf/sk and 15.8 ppg. Construct 6' diameter by 6' deep cellar and cement floor. Drill rodent holes per rig specs.

**SURFACE HOLE +/-100' – +/-2400'**

Formation Tops (TVD)

Duchesne River Formation          Surface to 2400'

Drill 12.25" hole to +/-2400'

**Bits:** 12.25" PDC bit

**Mud:** Drill with spud mud, no control, use gel sweeps every 250' – 300' to clean hole and 105-175 mesh screens in shale shaker to remove solids. Add viscosity cups at every connection to enhance hole cleaning and to help prevent bit balling. MW: 9.5 ppg max, PV: 9-12, YP: 7-9

**Deviation:** 1½ deg max, 1 deg/100', surveys every 100' or as conditions dictate.

**Casing:** 9-5/8" 36# J55 LTC (new). Float equip.: guide shoe and float collar. Install centralizers on middle of shoe jt and top of jt #2, #3, #4 and on last jt in conductor. Stage Collar to be set at 1500'. Displace with water. Casing to be set in full tension. Torque to optimum specs.

**Cement:** Circulate casing and cement as follows:

**Stage 1:**

Lead: 98 sacks Premium Lite II Plus @ 3.2 cf/sk and 11.0 ppg with w/accelerator and lost circulation additives.

Tail: 217 sacks of 50/50 Poz Class G tail @ 1.24 cf/sk and 14.4 ppg.

**Stage 2: (Stage collar set at 1500')**

Lead: 188 sacks Premium Lite II Plus @ 3.2 cf/sk and 11.0 ppg with w/accelerator and lost circulation additives.

Tail: 254 sx of 50/50 Poz Class G tail @ 1.24 cf/sk and 14.4 ppg.

Test proposed slurries with actual mix water in advance.

WOC 4 hrs, cut off csg and weld on 5M csg head. NU 5M BOPE, hookup and test BOPs and surface csg to 2400 psi. Install wear ring.

WOC a total of 12 hours before drilling shoe.

**FROM SURFACE CASING TO +/-6500'****Formation Tops (TVD)**

Green River	2,873'
Trona	4,567'
Base Trona	5,252'

Drill float shoe and 5 feet of new formation then conduct FIT test to 9.5 ppg EMW. Drill 8.75" hole out from surface csg with Gypsum water mud and PDC bit. Increase pump rate to  $\pm 500$  gpm to unload cuttings in fast hole section.

**Bits:** 8.75" PDC

**Mud:** Drill out shoe with Gypsum water mud, use gel sweeps every 250' – 300' to clean hole. Tighten up mud properties before the Trona to MW: 8.5 ppg max, PV: 1-2, YP: 0-1

**Deviation:** 3 deg max, 1 deg/100', take first survey 60' below surface csg and every 100' thereafter and on all bit trips or as conditions dictate.

**FROM 6500' TO 9000'****Formation Tops**

Mahogany Bench	6,592'
Base Mahogany Bench	6,665'
Tgr3 Marker	7,545'
HI Marker	7,764'
K Marker	8,413'
CP70 Correlation Point	8,791'

Continue to drill an 8.75" hole using a PDC bit with Lime water mud.

**Bits:** 8.75" PDC

**Mud:** Switch mud to Lime system and use 175 – 210 mesh screens in shale shaker to remove solids. MW: 9.5 ppg max, PV: 18-25, YP: 10-12

**Deviation:** 4 deg max, 1 deg/100', surveys every 100' and on all bit trips or as conditions dictate.

**LOGS**

Rig up Schlumberger and run Platform Express from TD to bottom of surface casing (run GR to surface). Log suite shall consist of Gamma Ray, Caliper, Array Induction, Density and Neutron logs. A Sonic log might possibly be run.

**SIDEWALL CORES**

It is anticipated that we will attempt to obtain 30 rotary sidewall cores in the lower Green River section. The locations of these cores will be determined by the geologist after examining the logs.

**Note:** No drill stem tests are anticipated.

**RUN INTERMEDIATE CASING**

RU and run 7" new casing as follows: float shoe + 2 joints of casing + float collar + rest of casing to surface.

<u>Casing</u>	<u>MD Interval</u>
7" 29# N-80 LTC	0 – 9,000'

**Torque to optimum specs**

**Casing Hardware**

Float equip.: guide shoe and float collar. Bow spring centralizers on middle of shoe jt and top of jt #2, #3, #4 and every second jt to last jt in conductor. Casing to be set in full tension.

**Cement:** Circulate casing and cement as follows:

Lead: 435 sacks Premium Lite @ 3.03 cf/sk and 10.0 ppg with w/accelerator and lost circulation additives.

Tail: 100 sacks of Premium Lite High Strength @ 2.14 cf/sk and 12.5 ppg.

Test proposed slurries with actual mix water in advance.

Change out pipe rams to fit 3.5" drill pipe. Test BOPs and intermediate csg to 5000 psi. Install wear ring.

WOC a total of 12 hours before drilling shoe.

**FROM 9000' TO TD +/-12800'****Formation Tops**

Tgr/W Transition	9,281'
Wasatch	9,711'

Drill float shoe and 5 feet of new formation then conduct FIT to 11.8 ppg EMW. Drill a 6.125" hole with a PDC bit and Lime water mud.

**Bits:** 6.125" PDC

**Mud:** Drill with lime mud using 175-210 mesh screens in shale shaker to remove solids.  
MW: 11.8 ppg max, PV: 21-29, YP: 12-15  
**Deviation:** 4 deg max, 1 deg/100', surveys every 100' and on all bit trips or as conditions dictate

### **LOGS**

Rig up Schlumberger and run Platform Express from TD to bottom of intermediate casing. Log suite shall consist of Gamma Ray, Caliper, Array Induction, Density and Neutron logs. A Sonic log might possibly be run.

### **SIDEWALL CORES**

It is anticipated that we will attempt to obtain 40 rotary sidewall cores in the Wasatch formation. The locations of these cores will be determined by the geologist after examining the logs.

**Note:** No drill stem tests are anticipated.

### **RUN PRODUCTION LINER**

RU and run 5" 18# N80 Flush Joint (New) casing.

#### **Casing**

Weatherford Model C Mechanical Set Liner Hanger with Model TSP compression set liner top packer at 8800'  
4000' of 5" 18# N-80 Flush Joint (New) casing from 8800' to TD of 12800'  
Orange peeled joint on bottom.

#### **Torque to optimum specs**

Set liner hanger depth with approximately +/-200 ft of overlap.

#### **Casing Hardware**

Float equip.: guide shoe and float collar. Bow spring centralizers on middle of shoe jt and top of jt #2, #3, #4 and every second jt to last jt in intermediate casing. Casing to be set in full tension. Once pipe is on bottom, circulate hole to remove gas and clean hole.

#### **Cement:** Circulate casing and cement as follows:

175 sacks Premium Lite High Strength @ 1.89 cf/sk and 13.0 ppg with w/accelerator and lost circulation additives. Set liner hanger and pull out of hole with drill pipe.

Test proposed slurries with actual mix water in advance.

Install tubing head and 5M valve.

Rig down and release rig.



ENERPLUS RESOURCES (USA) CORPORATION  
WINDY RIDGE-STATE 34-7  
SW NE SECTION 34-T2S-R1W  
DUCHESNE COUNTY, UTAH

**THIRTEEN POINT SURFACE PROGRAM**

1. EXISTING ROADS:

See attached Topographic Map "A".

To reach the Windy Ridge-State 34-7 well site located in SW NE of Section 34-T2S-R1W, Duchesne county, Utah:

Proceed westerly out of Ballard on U.S. Highway 40 to 1500 East and turn south. Go 3.0 +/- miles on 1500 East to South line of Section 34-T2S-R1W to the junction of the proposed lease access road to the west. Go west about 1325' and turn north. Go about 1400' to the proposed well location.

U.S. Highway 40 is a concrete paved road maintained by Utah State road crews. 1500 East is a road constructed with existing materials and gravel and maintained by Uintah County and Ballard City road crews. The sub-surface of the lease access road will be constructed out of existing native materials that are prevalent to the existing area and range from clays to a sandy-clay shale material. 4" to 6" of granular burrow will be placed on top of this sub-surface base then this will be covered by  $\frac{3}{4}$ " minus material.

The roads for access during drilling, completion and production phases will be maintained at the standards required by the State of Utah, or other controlling agencies. This maintenance will consist of some minor grader work for smoothing road surfaces and for snow removal.

2. PLANNED ACCESS ROAD:

Approximately 2725' of access road is proposed. See attached Topographic Map "B".

The proposed access road will be an 18' crown road (9' either side of the centerline) with drainage ditches along either side of the proposed road if it is deemed necessary in order to handle any run-off from normal meteorological conditions that are prevalent to this area. The maximum grade will be less than 8%.

There will be no culverts along this access road. There will be barrow ditches and turnouts as needed along this road.

The proposed access road will cross a fence line where it exits west off of 1500 East and a gate will be installed at this point. Another fence line will be crossed

where the proposed access road turns north to the proposed well location. A gate will be installed at this point.

3. LOCATION OF EXISTING WELLS:

Refer to Topographic Map "C". There are no other wells located within this section. The closest existing well is the Devon Energy 1-26B1 Cook, located in SW NE, Section 26-T2S-R1W, 3700' to the northeast.

4. LOCATION OF EXISTING AND/OR PROPOSED FACILITIES:

It is anticipated that this well will be a producing oil well.

There will be a tank battery at this location, constructed to State specifications, on the well pad due east of the wellhead. It will consist of 1 - heater-treater, 1- 400 barrel salt water tank and 3 - 400 barrel oil production stock tanks. This tank battery will be surrounded by a dike of sufficient capacity to contain, at minimum, 110% of the largest tank volume within the facility battery. An electric motor driven pumping unit will be located on the north side of the wellhead. The flowline for this well will run underground and be contained within the confines of the well pad. An underground gas sales line will be run along the existing roads and connect to the heater-treater. An electric power line will be run to the pumping unit.

All permanent (on the site for six months or longer) structures, constructed or installed (including pumping units) will be painted Desert Tan. All facilities will be painted within six months of installation.

5. LOCATION AND TYPE OF WATER SUPPLY:

Fresh water will be purchased from Dry Gulch Irrigation Company for the drilling of this well. A temporary poly pipeline will be used to transport the water from the surface owner's connection to Dry Gulch Irrigation Company.

No water well will be drilled at this site.

6. SOURCE OF CONSTRUCTION MATERIALS:

All construction material for this location will be imported material from an offsite location.

A mineral material application is not required for this location.

7. METHODS FOR HANDLING WASTER DISPOSAL:

A reserve pit (135' x 60' x 10' deep) will be constructed from native soil and clay materials and lined with an impermeable synthetic barrier (12 mils thick, minimum). The reserve pit will receive the processed drill cuttings (wet sand, shale and rock) removed from the wellbore. Any drilling fluids which accumulate in the pit as a result of shale shaker carryover, cleaning of the sand trap, etc., will be promptly reclaimed. All drilling fluids will be fresh water based and will typically contain Total Dissolved Solids of less than 3000 PPM. No potassium chloride, chromates, trash, debris, nor any other substance deemed hazardous, will be placed in this pit.

Enerplus requests that approval be granted to omit a drilling flare pit for this well.

A portable toilet will be provided for human waste.

A trash basket will be provided for garbage (trash) and hauled away to an approved disposal site at the completion of the drilling activities.

Immediately upon first production, all produced water will be confined to a steel storage tank on site. This produced water will be periodically transported via contract trucks to the nearest State approved commercial disposal facility.

#### 8. ANCILLARY FACILITIES:

No ancillary facilities are planned for this location at the present time and none are foreseen for the near future.

#### 9. WELL SITE LAYOUT:

See attached location Layout Sheet.

##### Fencing Requirements:

All pits will be fenced according to the following minimum standards:

- a) A 39 inch net wire shall be used with at least one strand of barbed wire on top of the net.
- b) The net wire shall be no more than two (2) inches above the ground. The barbed wire shall be three (3) inches above the net wire. The total height of the fence shall be at least 42 inches.
- c) Corner posts shall be centered and/or braced in such a manner to keep all wire tight at all times.
- d) Standard steel, wood or pipe posts shall be used between the corner braces. Maximum distance between any two posts shall be no greater than 16 feet.
- e) All wire shall be stretched with a stretching device before it is attached to the corner posts.

The reserve pit fencing will be on three (3) sides during drilling operations and on the fourth side when the rig moves off location. Pits will be fenced and maintained until they are re-claimed.

10. PLANS FOR RESTORATION OF SURFACE:

a) Producing Location:

Immediately upon well completion, the location and surrounding area will be cleared of all unused tubing, equipment, debris, material, trash and junk not required for production.

The reserve pit and that portion of the location not needed for production facilities/operations will be re-contoured to the approximate natural contours. Weather permitting, the reserve pit will be reclaimed within 120 days from the date of well completion. Before any dirt work takes place, the reserve pit will have all fluids and hydrocarbons removed.

b) Dry Hole Abandoned Location:

At such time as the well is plugged and abandoned, the operator shall submit a subsequent report of abandonment and the State of Utah will attach the appropriate surface rehabilitation conditions of approval.

11. SURFACE OWNERSHIP:

Merist Secrest

C/O Steve Secrest

2344 S. 1500 E.

Roosevelt, Utah 84066

Home Telephone: 435-646-3060 Cellular Telephone: 435-823-2300

12. OTHER ADDITIONAL INFORMATION:

- a) Enerplus Resources (USA) Corporation is responsible for informing all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites, or for collecting artifacts. If historic or archaeological materials are uncovered during construction, Enerplus will immediately stop all work that might further disturb such materials and contact the Authorized Officer.
- b) Enerplus will control noxious weeds along the rights-of-way for roads, pipelines, well sites or other applicable facilities. On State administered land it is required that a Pesticide Use Proposal be submitted and given approval prior to the application of herbicides or other possible hazardous chemicals.
- c) Drilling rigs and/or equipment used during drilling operations on this well site will not be stacked or stored on State Lands after the conclusion of drilling operations or at any other time without State authorization.

However, if State authorization is obtained, it is only a temporary measure to allow time to make arrangements for permanent storage on commercial facilities.

d) No Archaeological Cultural Survey is required for this area.

Additional Surface Stipulations:

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws and regulations, Onshore Oil and Gas Orders, the approved plan of operations and any applicable Notice to Lessees. A copy of these conditions will be furnished to the field representative to ensure compliance.

Hazardous Material Declaration:

Enerplus guarantees that during the drilling and completion of the Windy Ridge-State 34-7 it will not use, produce, store, transport or dispose 10,000 pounds annually of any of the hazardous chemicals contained in the Environmental Protection Agency's consolidated list of chemicals subject to reporting under Title III Superfund Amendments and Reauthorization Act (SARA) of 1986. Enerplus also guarantees that during the drilling and completion of the Windy Ridge-State 34-7 it will not use, produce, store, transport or dispose more than the threshold planning quantity (T.P.Q.) of any extremely hazardous substances as defined in 40 CFR 355.

A complete copy of the approved APD shall be on location during the construction of the locations and drilling activities.

Enerplus or a contractor employed by Enerplus will contact the State office at (801-722-3417) 48 hours prior to construction activities.

The State office will be notified upon site completion prior to moving on a drilling rig.

13. LESSEE'S OR OPERATOR'S REPRESENTATIVE AND CERTIFICATION:

Representative:

Name: Joe Duncan  
Address: 1401 N. 3000  
Roosevelt, Utah 84066  
Telephone: Office: 435-722-5788; Cell: 435-823-4200

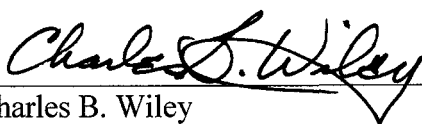
Certification:

Please be advised that Enerplus Resources (USA) Corporation is considered to be the operator of Windy Ridge-State 34-7, SW NE, Section 34-T2S-R1W in

Duchesne County, Utah, and is responsible under the terms and conditions of the lease for the operations conducted upon the leased lands. Bond coverage is provided by RLI Surety, 9025 N. Lindbergh Dr., Peoria, IL 61615 (Utah Oil & Gas Mining Bond #RLB0010896).

I hereby certify that the proposed drill site and access route have been inspected, and I am familiar with the conditions which currently exist; that the statements made in this plan are true and correct to the best of my knowledge, and that the work associated with the operations proposed here will be performed by Enerplus and its contractors and sub-contractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of the 18 U.S.C. 1001 for the filing of a false statement.

May 9, 2008  
Date

  
\_\_\_\_\_  
Charles B. Wiley  
Senior Engineering Advisor  
Enerplus Resources (USA) Corporation

**AFFIDAVIT OF SURFACE AGREEMENT**

COUNTY OF SALT LAKE )  
 ) §  
STATE OF UTAH )

DAVID T. TERRY, appeared before me, and being duly sworn, deposes and says,

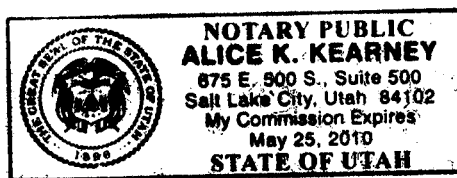
1. My name is David T. Terry.
2. I am a Certified Professional Landman.
3. I am presently working for Enerplus Resources (USA) Corporation whose address is 1700 Lincoln Street, Suite 1300, Denver, Colorado 80203.
4. Enerplus is the Operator of the proposed Windy Ridge State 34-7 oil and gas exploratory well to be situated in the S½NE¼ of Section 34, Township 2 South, Range 1 West, USM, Duchesne County, Utah (the "Drillsite Location").
5. Meris Secrest is the surface owner of the Drillsite Location.
6. Enerplus and Meris Secrest have agreed upon and entered into a surface damage agreement dated May 27, 2008. Said surface damage agreement allows Enerplus permission to build the Drillsite Location and drill a well. The surface damage agreement provides Enerplus, its contractors, employees and assigns access to the Drillsite Location and provides compensation to Meris Secrest.

FURTHER AFFIANT SAYETH NOT

David T. Terry  
David T. Terry

Subscribed and sworn to before me on this 28th day of May, 2008,  
by David T. Terry.

Notary Public Alice Kearney  
My Commission Expires 5/25/2010



RECEIVED

MAY 28 2008

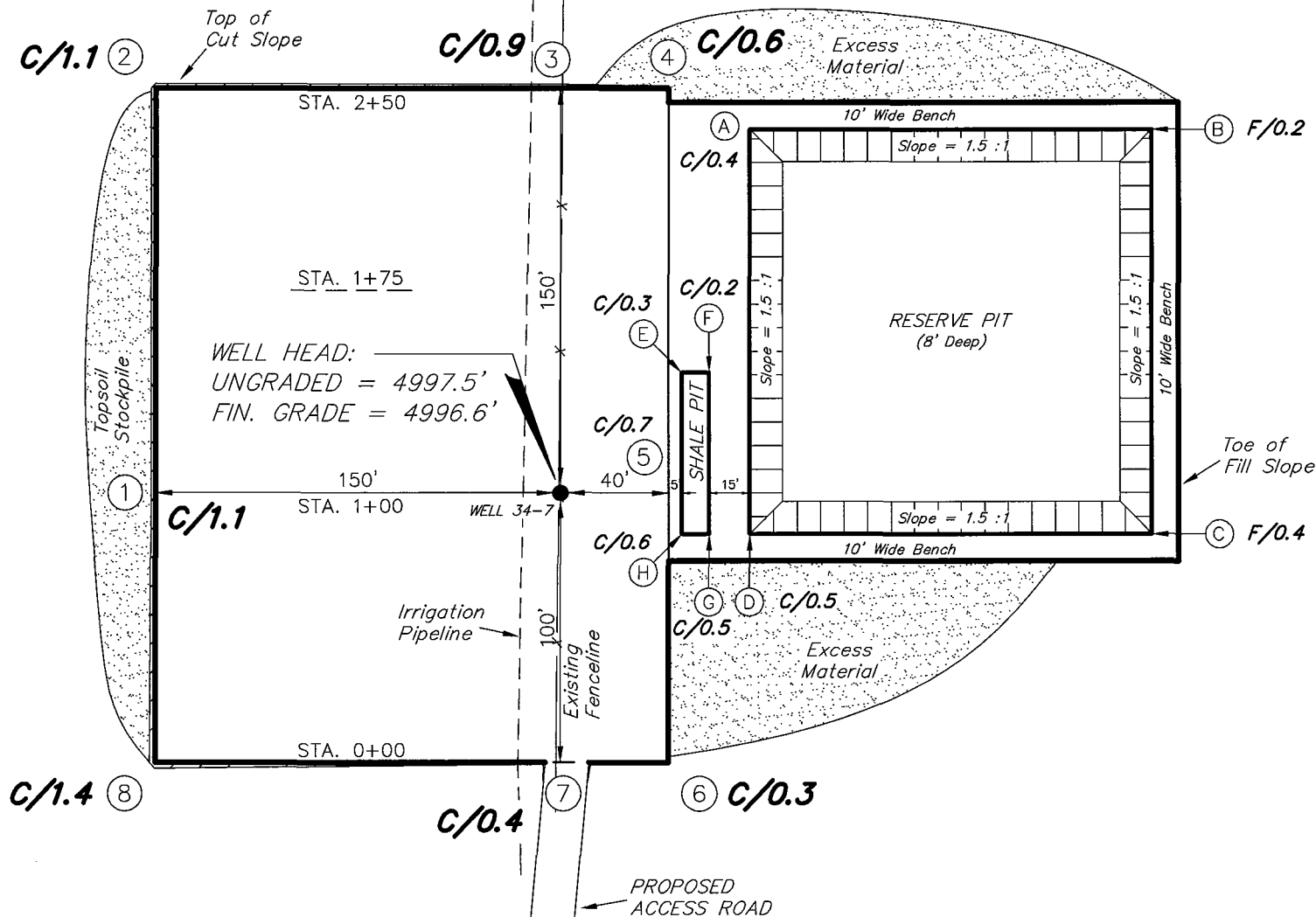
DIV. OF OIL, GAS & MINING

# ENERPLUS RESOURCES (USA) CORP.

## CUT SHEET

### WINDY RIDGE-STATE 34-7

Pad Location: SWNE Section 34, T2S, R1W, U.S.B.&M.



#### REFERENCE POINTS

200' NORTHERLY = 4997.6'  
250' NORTHERLY = 4997.5'

SURVEYED BY: D.J.S.	DATE SURVEYED: 04-28-08
DRAWN BY: F.T.M.	DATE DRAWN: 05-01-08
SCALE: 1" = 60'	REVISED:

**Tri State**  
Land Surveying, Inc.  
(435) 781-2501  
180 NORTH VERNAL AVE. VERNAL, UTAH 84078

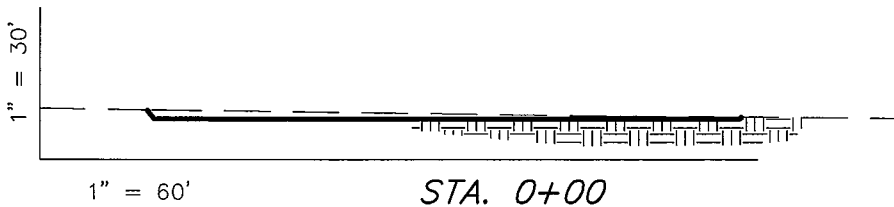
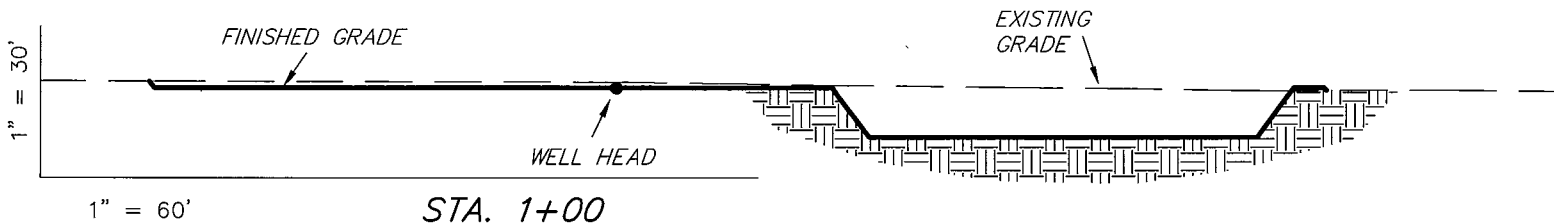
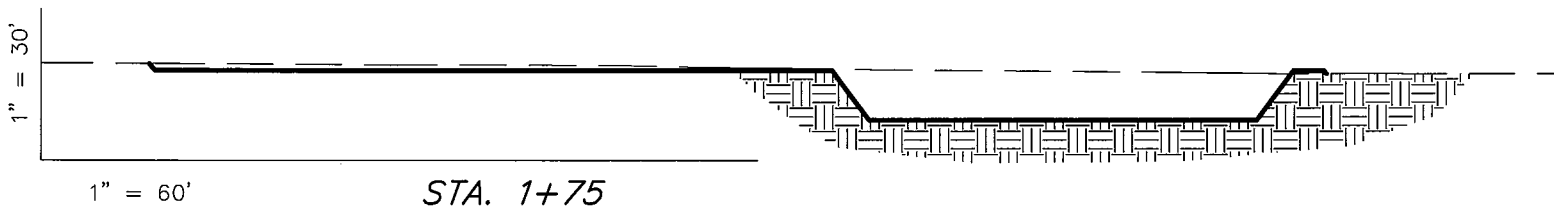
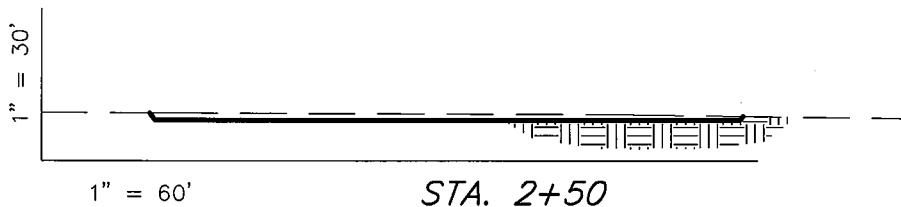


# ENERPLUS RESOURCES (USA) CORP.

## CROSS SECTIONS

### WINDY RIDGE-STATE 34-7

Pad Location: SWNE Section 34, T2S, R1W, U.S.B.&M.



ESTIMATED EARTHWORK QUANTITIES (No Shrink or swell adjustments have been used) (Expressed in Cubic Yards)				
ITEM	CUT	FILL	6" TOPSOIL	EXCESS
PAD	0	140	Topsoil is not included in Pad Cut	-140
RES. PIT	5,150	0		5,150
TOTALS	5,150	140	1,500	5,010

NOTE:  
UNLESS OTHERWISE NOTED ALL  
CUT/FILL SLOPES ARE AT 1.5:1

SURVEYED BY: D.J.S.	DATE SURVEYED: 04-28-08
DRAWN BY: F.T.M.	DATE DRAWN: 05-01-08
SCALE: 1" = 60'	REVISED:

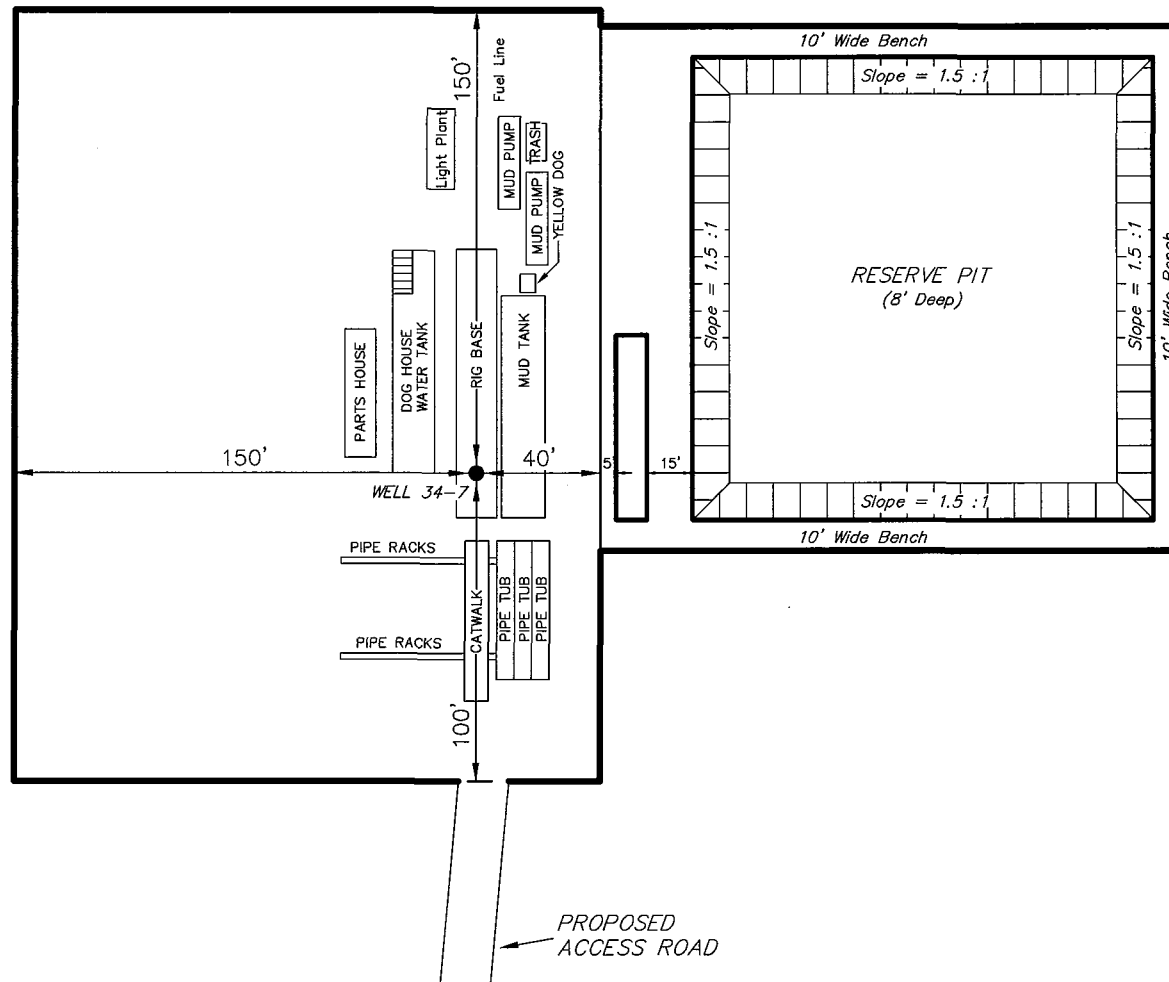
**Tri State**  
Land Surveying, Inc.  
180 NORTH VERNAL AVE. VERNAL, UTAH 84078  
(435) 781-2501

# ENERPLUS RESOURCES (USA) CORP.

## TYPICAL RIG LAYOUT

### WINDY RIDGE-STATE 34-7

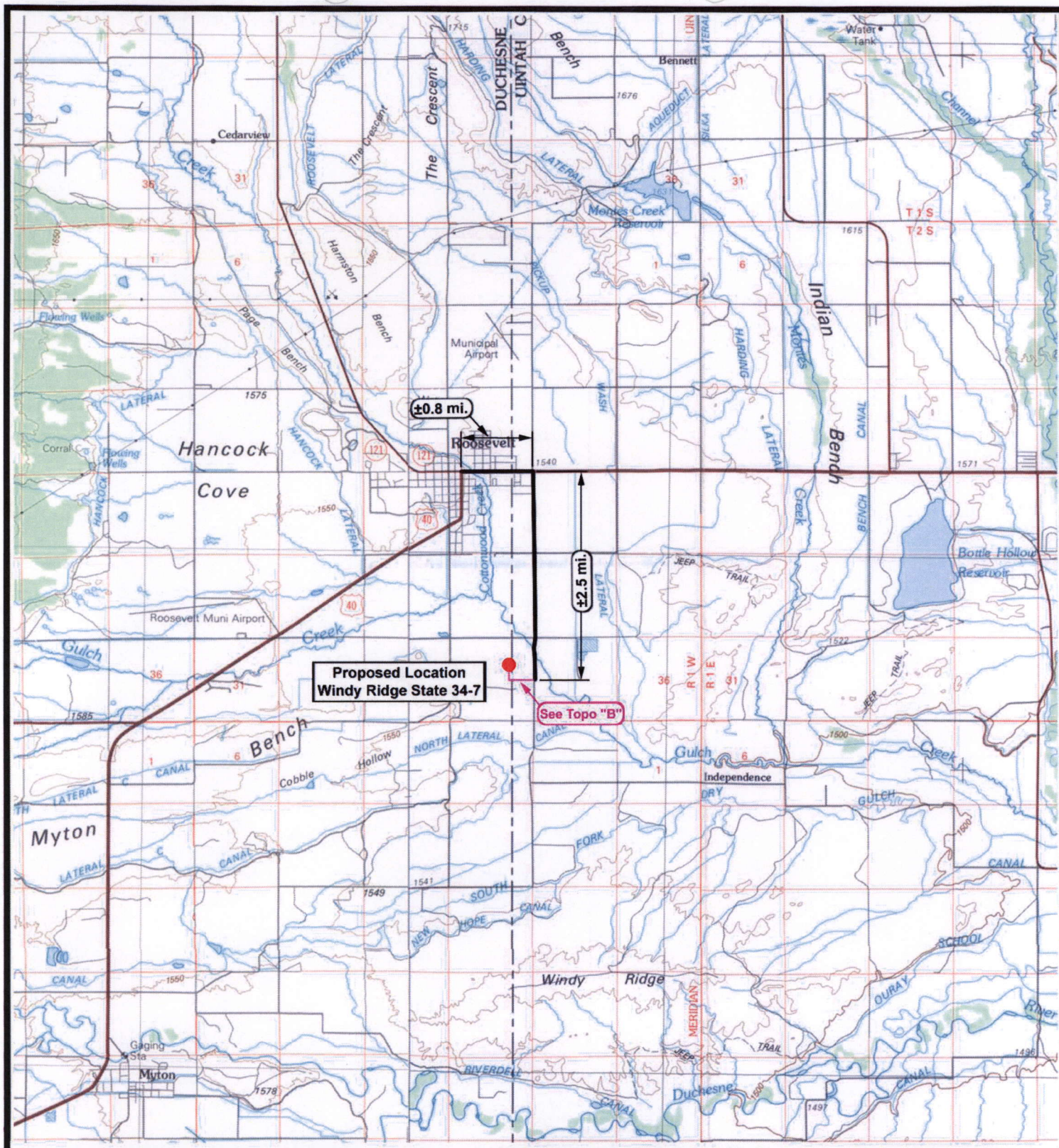
Pad Location: SWNE Section 34, T2S, R1W, U.S.B.&M.



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DRAWN BY: F.T.M.	DATE DRAWN: 05-01-08
SCALE: 1" = 60'	REVISED:

**Tri State**  
Land Surveying, Inc.  
180 NORTH VERNAL AVE. VERNAL, UTAH 84078  
(435) 781-2501





**ENERPLUS RESOURCES**

**WINDY RIDGE-STATE 34-7  
SEC. 34, T2S, R1W, U.S.B. & M.**



**Tri-State  
Land Surveying Inc.**  
(435) 781-2501  
180 North Vernal Ave. Vernal, Utah 84078

SCALE: 1 = 100,000  
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DATE: 04-30-2008

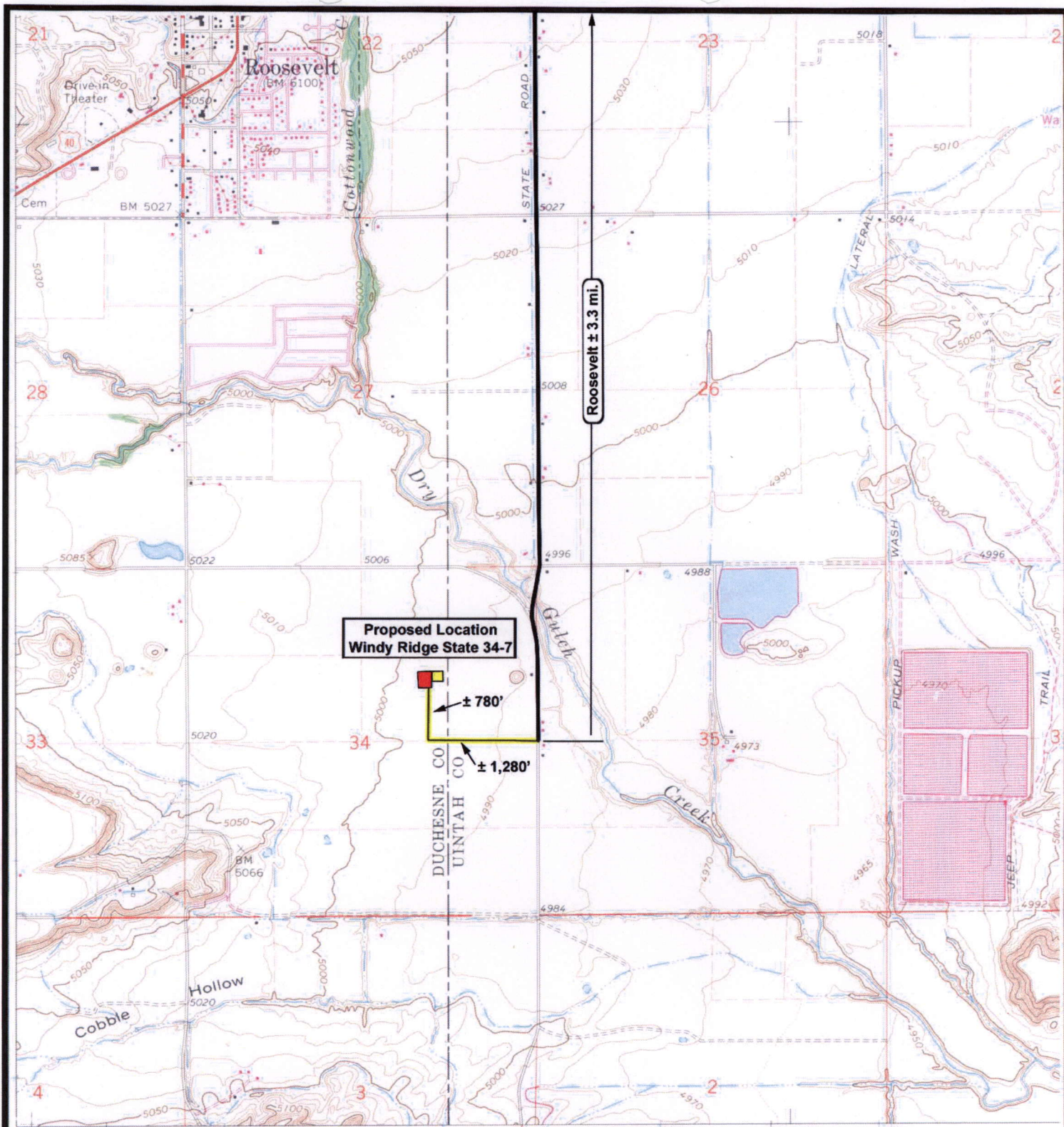
**Legend**

Existing Road  
Proposed Access

TOPOGRAPHIC MAP

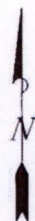
**"A"**





**ENERPLUS RESOURCES**

**WINDY RIDGE-STATE 34-7  
SEC. 34, T2S, R1W, U.S.B. & M.**



**Tri-State  
Land Surveying Inc.**  
(435) 781-2501  
180 North Vernal Ave. Vernal, Utah 84078

SCALE: 1" = 2,000'  
DRAWN BY: mw  
DATE: 04-30-2008

**Legend**

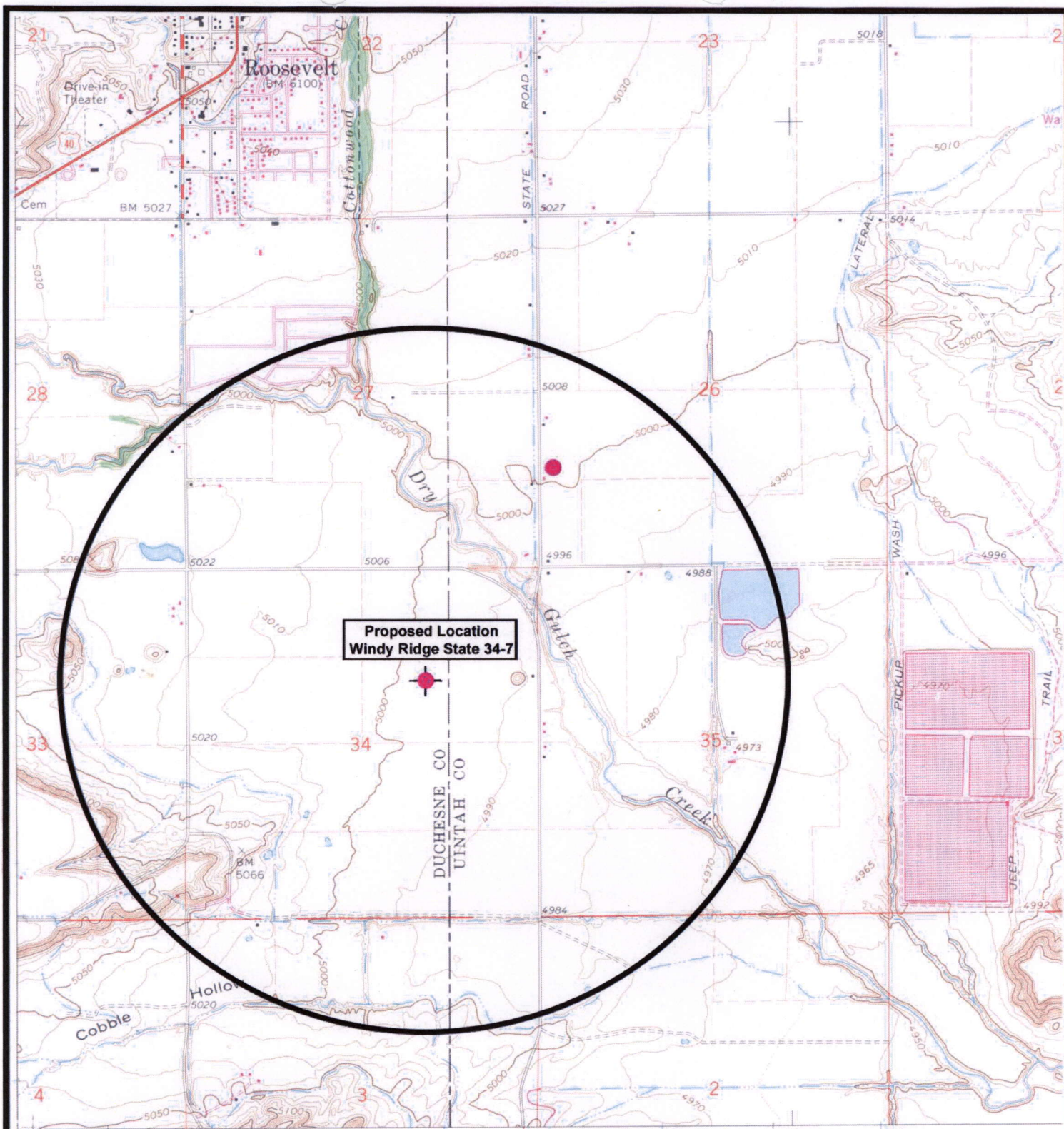
Existing Road

Proposed Access

TOPOGRAPHIC MAP

**"B"**





**ENERPLUS RESOURCES**

**WINDY RIDGE-STATE 34-7  
SEC. 34, T2S, R1W, U.S.B. & M.**



**Tri-State  
Land Surveying Inc.**  
(435) 781-2501  
180 North Vernal Ave. Vernal, Utah 84078

SCALE: 1" = 2,000'

DRAWN BY: mw

DATE: 04-30-2008

TOPOGRAPHIC MAP

**"C"**

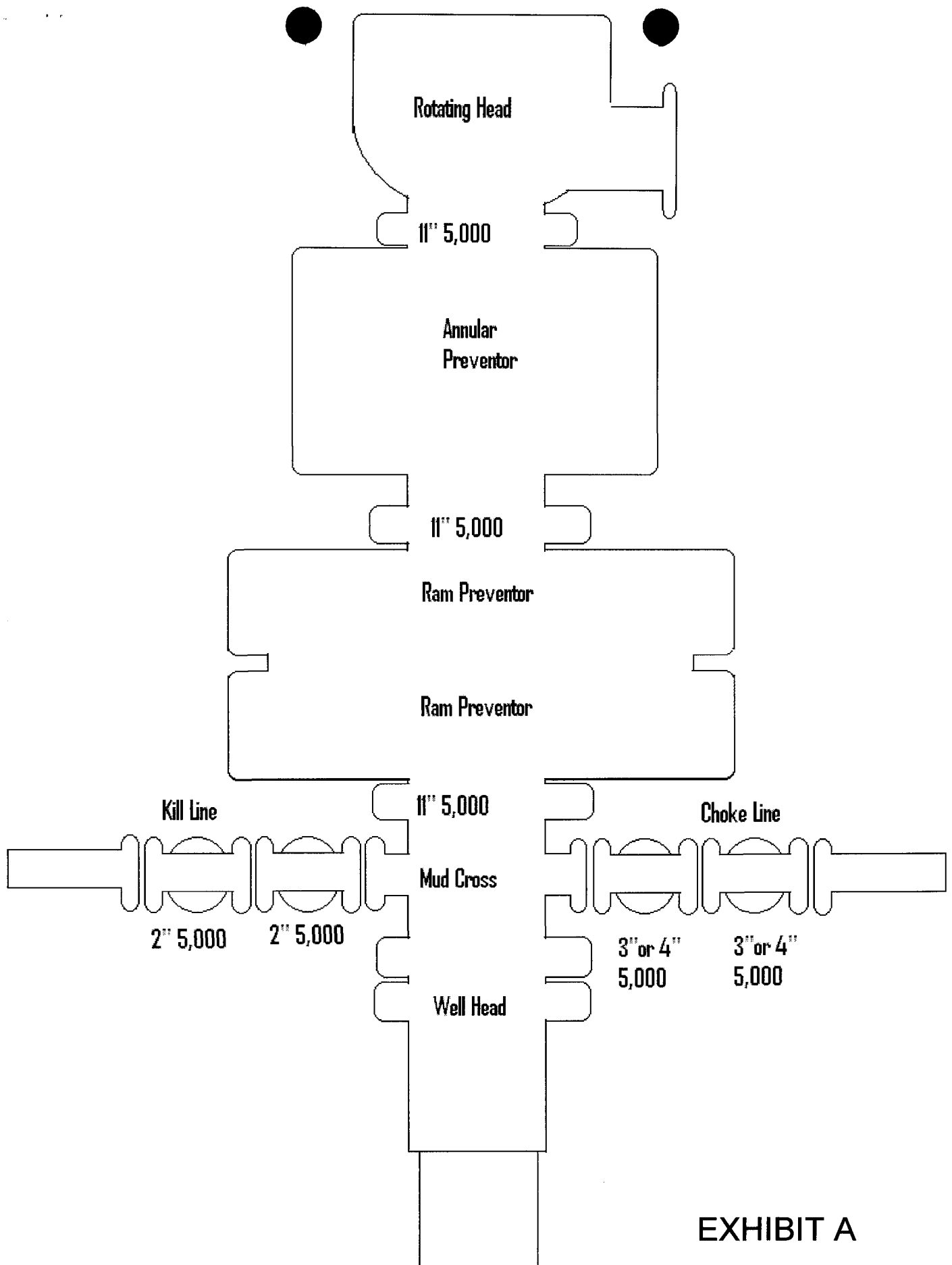


EXHIBIT A

**WORKSHEET**  
**APPLICATION FOR PERMIT TO DRILL**

APD RECEIVED: 05/12/2008

API NO. ASSIGNED: 43-013-33982

WELL NAME: WINDY RIDGE ST 34-7

OPERATOR: ENERPLUS RESROUCES ( N3340 )

CONTACT: CHARLES WILEY

PHONE NUMBER: 720-279-5500

PROPOSED LOCATION:

SWNE 34 020S 010W

SURFACE: 1734 FNL 1325 FEL

BOTTOM: 1734 FNL 1325 FEL

COUNTY: DUCHESNE

LATITUDE: 40.26845 LONGITUDE: -109.9768

UTM SURF EASTINGS: 587004 NORTHINGS: 4457845

FIELD NAME: UNDESIGNATED ( 2 )

INSPECT LOCATN BY: / /

Tech Review	Initials	Date
Engineering	DKN	6/30/08
Geology		
Surface		

LEASE TYPE: 3 - State

LEASE NUMBER: ML-50139

SURFACE OWNER: 4 - Fee

PROPOSED FORMATION: WSTC

COALBED METHANE WELL? NO

RECEIVED AND/OR REVIEWED:

☒ Plat  
☒ Bond: Fed[] Ind[] Sta[] Fee[]  
(No. RLB0010896 )  
☒ Potash (Y/N)  
☒ Oil Shale 190-5 (B) or 190-3 or 190-13  
☒ Water Permit  
(No. 20255 )  
☒ RDCC Review (Y/N)  
(Date: \_\_\_\_\_ )  
☒ Fee Surf Agreement (Y/N)  
☒ Intent to Commingle (Y/N)

LOCATION AND SITING:

\_\_\_\_ R649-2-3.  
Unit: \_\_\_\_\_  
\_\_\_\_ R649-3-2. General  
Siting: 460 From Qtr/Qtr & 920' Between Wells  
\_\_\_\_ R649-3-3. Exception  
☒ Drilling Unit  
Board Cause No: 139-42  
Eff Date: 4-12-1985  
Siting: 660' Fr. ext. 460' & 1320' Fr. other wells.  
\_\_\_\_ R649-3-11. Directional Drill

COMMENTS: \_\_\_\_\_

Needs Presite (06-04-08)

STIPULATIONS: \_\_\_\_\_

1- STATEMENT OF BASIS

# BLUEBELL FIELD

T2S R1W

DUCHESNE UINTAH

CAUSE: 139-42 / 4-12-1985

WINDY  
RIDGE  
ST 34-7

34

T3S R1W








OPERATOR: ENERPLUS RES (USA) (N3340)











SEC: 34 T.2S R. 1W







FIELD: UNDESIGNATED (002)

COUNTY: DUCHESNE

CAUSE: 139-42 / 4-12-1985

**Field Status**  
 ABANDONED  
 ACTIVE  
 COMBINED  
 INACTIVE  
 PROPOSED  
 STORAGE  
 TERMINATED

**Unit Status**  
 EXPLORATORY  
 GAS STORAGE  
 NF PP OIL  
 NF SECONDARY  
 PENDING  
 PI OIL  
 PP GAS  
 PP GEOTHERML  
 PP OIL  
 SECONDARY  
 TERMINATED

**Wells Status**  
 GAS INJECTION  
 GAS STORAGE  
 LOCATION ABANDONED  
 NEW LOCATION  
 PLUGGED & ABANDONED  
 PRODUCING GAS  
 PRODUCING OIL  
 SHUT-IN GAS  
 SHUT-IN OIL  
 TEMP. ABANDONED  
 TEST WELL  
 WATER INJECTION  
 WATER SUPPLY  
 WATER DISPOSAL  
 DRILLING



PREPARED BY: DIANA MASON  
 DATE: 15-MAY-2008



# Application for Permit to Drill

## Statement of Basis

6/10/2008

Utah Division of Oil, Gas and Mining

Page 1

<b>APD No</b>	<b>API WellNo</b>	<b>Status</b>	<b>Well Type</b>	<b>Surf Ownr</b>	<b>CBM</b>
772	43-013-33982-00-00		OW	P	No
<b>Operator</b>	ENERPLUS RESROUCES (USA) CORP		<b>Surface Owner-APD</b>		
<b>Well Name</b>	WINDY RIDGE ST 34-7		<b>Unit</b>		
<b>Field</b>	UNDESIGNATED		<b>Type of Work</b>		
<b>Location</b>	SWNE 34 2S 1W U 1734 FNL 1325 FEL GPS Coord (UTM) 587004E 4457845N				

### Geologic Statement of Basis

Enerplus proposes to set 100 feet of conductor and 2,400 feet of surface casing which will be cemented to surface. The entire hole will be drilled utilizing fresh water mud. The estimated depth to the base of moderately saline ground water is 3,200 feet. A search of Division of Water Rights records indicates that there are approximately 25 water wells within a 10,000 foot radius of the proposed location. The nearest water well is approximately .5 miles from the proposed site and produces water from a depth of 44 feet. Most of these wells produce water from the Duchesne River Formation and are in the range of 33 to 480 feet deep. There are 4 wells within a 1 mile radius with a range in depth of 44 to 200 feet. The proposed casing and cementing program should adequately protect the highly used Duchesne River aquifer. The cement for the intermediate string of casing should be brought up above the base of the moderately saline ground water to isolate it from deeper saline water.

Brad Hill  
APD Evaluator

6/10/2008  
Date / Time

### Surface Statement of Basis

The general location is approximately 2 1/2 miles south of Roosevelt, Duchesne County, Utah. Terrain in the area is flat or gentle sloping. Much of the general area has been or is currently used for agriculture. Poorer or non-cropped land has been invaded with weed species primarily Russian Olive trees and Russian Knap weed. Dry Gulch (Cottonwood Creek) is the major drainage in the area flowing from the north and is located about 1/2 mile to the east. Unknown seeps or springs may occur in the area.

The majority of the proposed Windy Ridge-State 34-7 oil well pad is located on unused agricultural lands. The east 1/4 of the location and the reserve pit is located to the east and across an existing fence in a pasture which is sprinkler irrigated and grazed by cattle. This fence line runs in a north-south direction and will be relocated to the east around the disturbed area. After the reserve pit is reclaimed the fence will be moved back to the west reducing the size of pastureland used for the location. An existing buried irrigation pipeline runs in a north-south direction to the west of the fence and wellhead. It too will be relocated to the east missing the disturbed area. Surface soils are a deep sandy clay loam. No drainages run through the location and no diversions will be required. Gravel is planned to be hauled on the location and road to reduce the amount of mud that may be encountered in wet weather. A major power transmission line is located about 1/8 mile to the north. No interference will occur.

Approximately 2160 feet of road will be improved or constructed to reach the location leading from a Uintah County road to the east. The location and road ROW will be fenced.

Mrs. Merist Secrist owns the surface. A surface agreement has been signed. The minerals are SITLA.

Floyd Bartlett  
Onsite Evaluator

6/4/2008  
Date / Time

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# **Application for Permit to Drill**

## **Statement of Basis**

6/10/2008

**Utah Division of Oil, Gas and Mining**

Page 2

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### **Conditions of Approval / Application for Permit to Drill**

<b>Category</b>	<b>Condition</b>
Pits	A synthetic liner with a minimum thickness of 12 mils shall be properly installed and maintained in the reserve pit.
Surface	The reserve pit shall be fenced upon completion of drilling operations.

# **ON-SITE PREDRILL EVALUATION**

## **Utah Division of Oil, Gas and Mining**

**Operator** ENERPLUS RESROUCES (USA) CORP  
**Well Name** WINDY RIDGE ST 34-7  
**API Number** 43-013-33982-0 **APD No** 772 **Field/Unit** UNDESIGNATED  
**Location:** 1/4,1/4 SWNE **Sec** 34 **Tw** 2S **Rng** 1W 1734 FNL 1325 FEL  
**GPS Coord (UTM)** 587003 4457849 **Surface Owner**

### **Participants**

Floyd Bartlett (DOGM) and Merrill Bertoch (Representing Enerprise Resources and Surface Owner)

### **Regional/Local Setting & Topography**

The general location is approximately 2 1/2 miles south of Roosevelt, Duchesne County, Utah. Terrain in the area is flat or gentle sloping. Much of the general area has been or is currently used for agriculture. Poorer or non-cropped land has been invaded with weed species primarily Russian Olive trees and Russian Knap weed. Dry Gulch (Cottonwood Creek) is the major drainage in the area flowing from the north and is located about 1/2 mile to the east. Unknown seeps or springs may occur in the area.

The majority of the proposed Windy Ridge-State 34-7 oil well pad is located on unused agricultural lands. The east 1/4 of the location and the reserve pit is located to the east and across an existing fence in a pasture which is sprinkler irrigated and grazed by cattle. This fence line runs in a north-south direction and will be relocated to the east around the disturbed area. After the reserve pit is reclaimed the fence will be moved back to the west reducing the size of pastureland used for the location. An existing buried irrigation pipeline runs in a north-south direction to the west of the fence and wellhead. It too will be relocated to the east missing the disturbed area. Surface soils are a deep sandy clay loam. No drainages run through the location and no diversions will be required. Gravel is planned to be hauled on the location and road to reduce the amount of mud that may be encountered in wet weather. A major power transmission line is located about 1/8 mile to the north. No interference will occur.

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Mrs. Merist Secrist owns the surface. A surface agreement has been signed. The minerals are SITLA.

### **Surface Use Plan**

#### **Current Surface Use**

Grazing  
Agricultural  
Wildlfe Habitat

#### **New Road**

<b>Miles</b>	<b>Well Pad</b>	<b>Src Const Material</b>	<b>Surface Formation</b>
0.4	<b>Width</b> 300 <b>Length</b> 250	Onsite	ALLU

**Ancillary Facilities** N

### **Waste Management Plan Adequate?**

### **Environmental Parameters**

**Affected Floodplains and/or Wetland** N

#### **Flora / Fauna**

Pasture grasses, russian knap weed, cheat grass.

Cattle, deer, various small mammals and birds.

**Soil Type and Characteristics**

Deep sandy clay alluvium.

**Erosion Issues** N

**Sedimentation Issues** N

**Site Stability Issues** N

**Drainage Diversion Required** N

**Berm Required?** N

**Erosion Sedimentation Control Required?** N

**Paleo Survey Run?** N    **Paleo Potential Observed?** N    **Cultural Survey Run?** N    **Cultural Resources?**

**Reserve Pit**

**Site-Specific Factors**

**Site Ranking**

<b>Distance to Groundwater (feet)</b>	25 to 75	15
<b>Distance to Surface Water (feet)</b>	300 to 1000	2
<b>Dist. Nearest Municipal Well (ft)</b>	500 to 1320	10
<b>Distance to Other Wells (feet)</b>	>1320	0
<b>Native Soil Type</b>	Mod permeability	10
<b>Fluid Type</b>	Fresh Water	5
<b>Drill Cuttings</b>	Normal Rock	0
<b>Annual Precipitation (inches)</b>	<10	0
<b>Affected Populations</b>	<10	0
<b>Presence Nearby Utility Conduits</b>	Not Present	0

**Final Score** 42    1    **Sensitivity Level**

**Characteristics / Requirements**

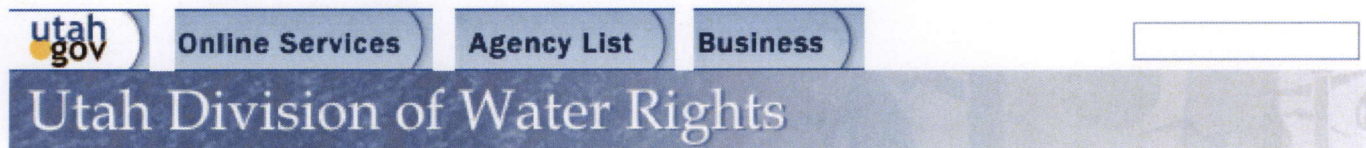
A reserve pit is planned on the northeast side of the location. Dimensions are not shown on the plat, but it is estimated to be approximately 170' x 170' x 8 feet deep. A liner with a minimum thickness of 12 mills is required. A felt subliner should be installed if subsurface rock is encountered.

**Closed Loop Mud Required?** N    **Liner Required?** Y    **Liner Thickness** 12    **Pit Underlayment Required?**

**Other Observations / Comments**

Floyd Bartlett  
**Evaluator**

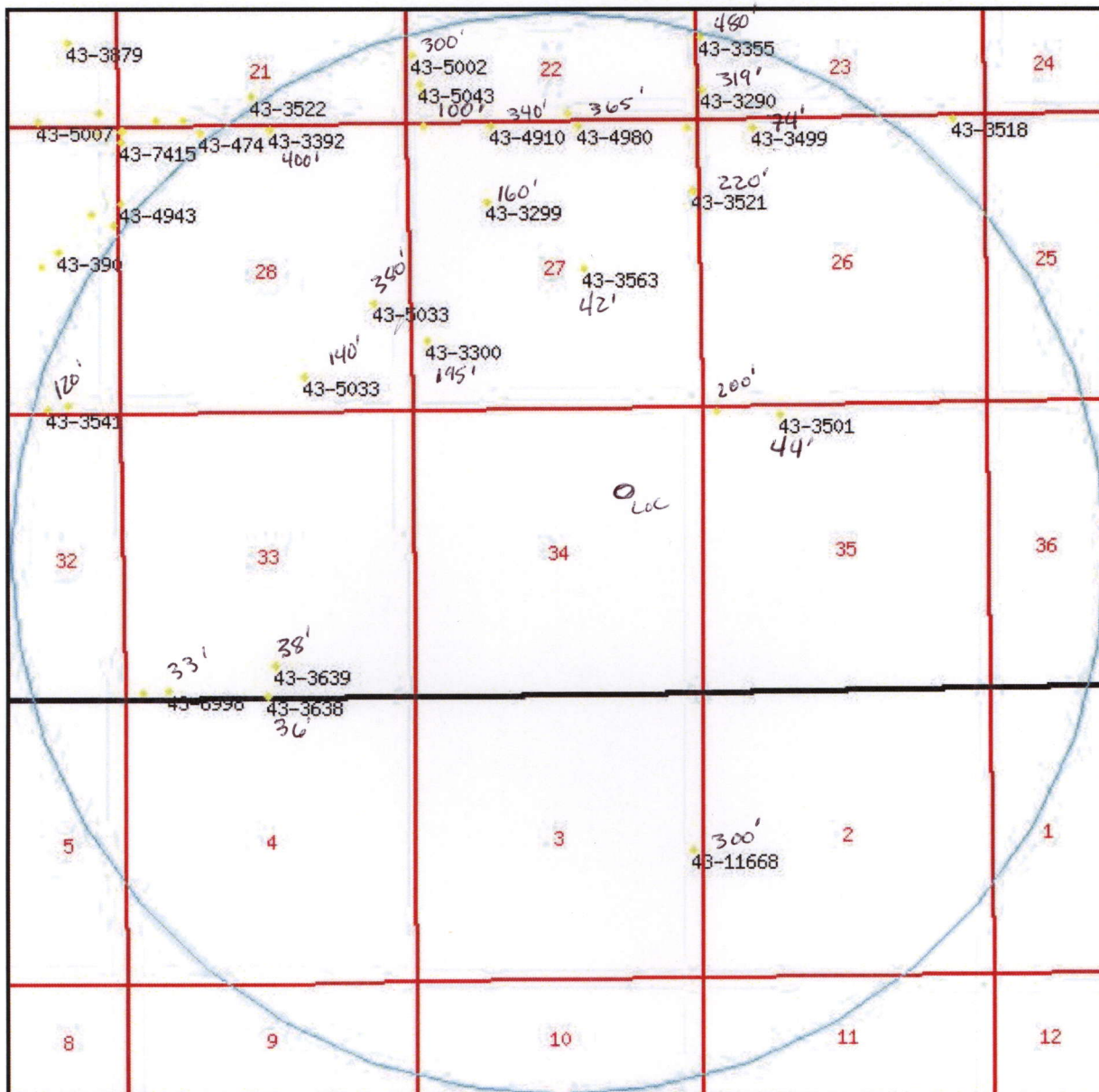
6/4/2008  
**Date / Time**



## WRPLAT Program Output Listing

Version: 2007.04.13.01 Rundate: 06/10/2008 09:47 AM

Radius search of 10000 feet from a point N2640 E2640 from the SW corner, section 34, Township 2S, Range 1W, US b&m Criteria:wrtypes=W,C,E podtypes=U status=U,A,P usetypes=all



0 1300 2600 3900 5200 ft

**Water Rights**

<b>WR Number</b>	<b>Diversion Type/Location</b>	<b>Well Log</b>	<b>Status</b>	<b>Priority</b>	<b>Uses</b>	<b>CFS</b>	<b>ACFT</b>	<b>Owner</b>
<u>43-10391</u>	Underground S101 W387 NE 29 2S 1W US	<u>well info</u>	P	19930608	DIS	0.000	4.506	J. ALVIN AND C ANDERSON ROUTE 3 BOX 30
<u>43-1101</u>	Underground N850 W125 E4 29 2S 1W US	<u>well info</u>	P	19530309	DOS	0.040	0.000	WILLIAM J. OST ROOSEVELT UT
<u>43-11668</u>	Underground S250 W220 E4 03 3S 1W US		A	20050805	DIS	0.000	1.480	RALPH SMITH 2206 ROLLING C
<u>43-3269</u>	Underground N273 W384 SE 20 2S 1W US		P	19420810	DIS	0.008	0.000	MERLAN AND L MURPHY ROUTE 1 BOX 10
<u>43-3276</u>	Underground S75 E225 NW 35 2S 1W US		P	19430128	DS	0.015	0.000	JOHN H. COOK ROOSEVELT UT
<u>43-3281</u>	Underground S44 E300 NW 27 2S 1W US	<u>well info</u>	P	19430816	DIS	0.008	0.000	GEORGE PULOS ROOSEVELT UT
<u>43-3290</u>	Underground N565 E85 SW 23 2S 1W US		P	19450713	DIS	0.004	0.000	WILLIAM JENKI ROOSEVELT UT
<u>43-3292</u>	Underground N150 E270 S4 22 2S 1W US		P	19450726	D	0.015	0.000	J. H. ALLRED ROOSEVELT UT
<u>43-3299</u>	Underground S1428 E1460 NW 27 2S 1W US		P	19451117	DIS	0.002	0.000	GLEN GOODRIC ROOSEVELT UT
<u>43-3300</u>	Underground N1300 E242 SW 27 2S 1W US	<u>well info</u>	P	19451121	D	0.015	0.000	BRUCE V. SMIT ROOSEVELT UT
<u>43-3326</u>	Underground N556 E300 SW 22 2S 1W US		P	19460426	D	0.015	0.000	MERLIN SULLIV ROOSEVELT UT
<u>43-3354</u>	Underground N150 W990 SE 29 2S 1W		P	19461231	DIS	0.015	0.000	H. L. ALLRED ROOSEVELT UT

	US						
<u>43-3355</u>	Underground	<u>well info</u>	P	19461231 D	0.015 0.000	ERNEST BETTS	
	N1521 E52 SW 23 2S 1W					ROOSEVELT UT	
<u>43-3358</u>	Underground		P	19470210 DIS	0.020 0.000	MARVIN KETTL	
	S148 W190 NE 27 2S 1W					ROOSEVELT UT	
<u>43-3392</u>	Underground		P	19490103 D	0.015 0.000	JOSEPH PAGE	
	S60 E100 N4 28 2S 1W					ROOSEVELT UT	
<u>43-3405</u>	Underground		P	19500410 OS	0.015 0.000	C/O ROY TODD BARN	
	S2271 W1110 NE 29 2S 1W US					411 EAST 4TH N	
<u>43-3471</u>	Underground		P	19530407 D	0.015 0.000	NORTHERN GAS COMPANY (C/O JOHN POW AMUNDSON)	
<u>43-3499</u>	Underground		P	19540216 DS	0.015 0.000	ERNEST E. BETT	
	S150 E990 NW 26 2S 1W US					ROOSEVELT UT	
<u>43-3501</u>	Underground	<u>well info</u>	P	19540226 DS	0.015 0.000	FRED G. COOK	
	S150 E1420 NW 35 2S 1W US					RFD #1	
<u>43-3518</u>	Underground		P	19541203 D	0.015 0.000	SANFORD L. BU	
	S50 W600 NE 26 2S 1W US					ROUTE 1	
<u>43-3521</u>	Underground		P	19550226 D	0.015 0.000	J. C. ZIMMERMA	
	S1322 W100 NE 27 2S 1W US					ROOSEVELT UT	
<u>43-3522</u>	Underground	<u>well info</u>	P	19550226 D	0.015 0.000	J. C. ZIMMERMA	
	N550 W215 S4 21 2S 1W US					ROOSEVELT UT	
<u>43-3541</u>	Underground		P	19560324 D	0.015 0.000	EVAN F. GOODE	
	N100 W1350 SE 29 2S 1W US					ROOSEVELT UT	
<u>43-3563</u>	Underground		P	19561212 S	0.015 0.000	SPENCER SQUIF	
	S100 W2130 E4 27 2S 1W US					ROUTE #1	
<u>43-3564</u>	Underground		P	19570104 D	0.015 0.000	JOSEPH F. HARE	
	N150 E300 SW 33 2S 1W US					TOD PARK UT	

<u>43-3583</u>	Underground	P	19581120 DI	0.015 0.000	EVAN F. GOODE ROOSEVELT UT	
	N100 W1425 E4 29 2S 1W US					
<u>43-3638</u>	Underground	P	19620413 D	0.015 0.000	ARCH AND MAI ROUTE #2, BOX	
	N50 W70 S4 33 2S 1W US					
<u>43-3639</u>	Underground	P	19620413 S	0.015 0.000	ARCH AND MAI ROUTE #2, BOX	
	N600 E50 S4 33 2S 1W US					
<u>43-3879</u>	Underground	P	19160510 DIS	0.013 0.000	GEORGE TAYLC ROOSEVELT UT	
	N1594 W939 SE 20 2S 1W US					
<u>43-390</u>	Underground	P	19570828 DOS	0.015 0.000	ROY M. TODD ROOSEVELT UT	
	S2277 W1110 NE 29 2S 1W US					
<u>43-474</u>	Underground	<u>well info</u>	P	19590602 DIS	0.015 0.000	VAN D. WINTER ROOSEVELT UT
	S80 E1470 NW 28 2S 1W US					
<u>43-4909</u>	Underground	P	19181001 DIS	0.011 0.000	ALVIN AND FEE RFD #2, BOX 13	
	S52 E38 NW 28 2S 1W US					
<u>43-4910</u>	Underground	P	19190600 DIS	0.009 0.000	LEE HAMILTON ROOSEVELT UT	
	S40 E1509 NW 27 2S 1W US					
<u>43-4943</u>	Underground	P	19350000 DS	0.013 0.000	UTAH STATE C/ BUILDING SALT LAKE CIT	
	S1382 E25 NW 28 2S 1W US					
<u>43-4980</u>	Underground	P	19180000 DIS	0.005 0.000	CHAS W. KILLI/ P.O. BOX 55	
	S50 E3123 NW 27 2S 1W US					
<u>43-5000</u>	Underground	P	19170430 DIS	0.018 0.000	JACK U. MCLEA ROOSEVELT UT	
	S44 E44 NW 28 2S 1W US					
<u>43-5002</u>	Underground	<u>well info</u>	P	19100000 DIS	0.045 0.000	FRANK AND TH 555 SOUTH STA'
	N1269 E81 SW 22 2S 1W US					
<u>43-5007</u>	Underground	P	19150000 DS	0.027 0.000	HUGH A. STEVE ALTONAH UT 84	
	N115 W1459 SE 20 2S 1W US					
<u>43-5033</u>	Underground	P	19150000 DIS	0.056 0.000	HELENE Y. GRE 4684 SOUTH 100	
	N660 E660 S4 28 2S 1W US					



<u>43-5033</u>	Underground		P	19150000 DIS	0.056 0.000	HELENE Y. GRE 4684 SOUTH 100
	S660 W660 E4 28 2S 1W US					
<u>43-5043</u>	Underground	<a href="#"><u>well info</u></a>	P	19350128 DI	0.044 0.000	STEVE WOGEC P.O. BOX #172
	N741 E227 SW 22 2S 1W US					
<u>43-6847</u>	Underground	<a href="#"><u>well info</u></a>	P	19720103 DI	0.015 0.000	REESE MURPHY ROUTE #2 BOX :
	N150 E1150 SW 21 2S 1W US					
<u>43-6890</u>	Underground	<a href="#"><u>well info</u></a>	P	19720711 DIS	0.015 0.000	GLEN MURPHY BOX 802
	N150 E660 SW 21 2S 1W US					
<u>43-7415</u>	Underground		A	19740220 DI	0.100 0.000	LARRY FLOYD ROUTE 2 BOX 14
	S250 E40 NW 28 2S 1W US					
<u>43-8998</u>	Underground	<a href="#"><u>well info</u></a>	A	19810615 DIS	0.015 0.000	R. B. WHITLOCK P.O. BOX 1750
	N177 E760 SW 33 2S 1W US					

Utah Division of Water Rights | 1594 West North Temple Suite 220, P.O. Box 146300, Salt Lake City, Utah 84114-6300 | 801-538-7240

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JON M. HUNTSMAN, JR.  
Governor

GARY R. HERBERT  
Lieutenant Governor

# State of Utah

## DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER  
Executive Director

### Division of Oil, Gas and Mining

JOHN R. BAZA  
Division Director

July 3, 2008

Enerplus Resources (USA) Corporation  
1700 Lincoln St., #1300  
Denver, CO 80203-4513

Re: Windy Ridge State 34-7 Well, 1734' FNL, 1325' FEL, SW NE, Sec. 34, T. 2 South,  
R. 1 West, Duchesne County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. § 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-013-33982.

Sincerely,

Gil Hunt  
Associate Director

pab  
Enclosures

cc: Duchesne County Assessor  
SITLA

Operator: Enerplus Resources (USA) Corporation  
Well Name & Number Windy Ridge State 34-7  
API Number: 43-013-33982  
Lease: ML-50139

Location: SW NE                      Sec. 34                      T. 2 South                      R. 1 West

### Conditions of Approval

#### 1. General

Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

#### 2. Notification Requirements

The operator is required to notify the Division of Oil, Gas and Mining of the following action during drilling of this well:

- 24 hours prior to cementing or testing casing – contact Dan Jarvis
- 24 hours prior to testing blowout prevention equipment – contact Dan Jarvis
- 24 hours prior to spudding the well – contact Carol Daniels
- Within 24 hours of any emergency changes made to the approved drilling program – contact Dustin Doucet
- Prior to commencing operations to plug and abandon the well – contact Dan Jarvis

The operator is required to get approval from the Division of Oil, Gas and Mining before performing any of the following actions during the drilling of this well:

- Plugging and abandonment or significant plug back of this well – contact Dustin Doucet
- Any changes to the approved drilling plan – contact Dustin Doucet

The following are Division of Oil, Gas and Mining contacts and their telephone numbers (please leave a voice mail message if the person is not available to take the call):

- Dan Jarvis at:                      (801) 538-5338 office                      (801) 942-0871 home
- Carol Daniels at:                      (801) 538-5284 office
- Dustin Doucet at:                      (801) 538-5281 office                      (801) 733-0983 home

#### 3. Reporting Requirements

All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

Page 2  
43-013-33982  
July 3, 2008

4. Compliance with the State of Utah Antiquities Act forbids disturbance of archeological, historical, or paleontological remains. Should archeological, historical or paleontological remains be encountered during your operations, you are required to immediately suspend all operations and immediately inform the Trust Lands Administration and the Division of State History of the discovery of such remains.
5. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)

CONFIDENTIAL

**DIVISION OF OIL, GAS AND MINING**

**SPUDDING INFORMATION**

Name of Company: ENERPLUS RESOURCES (USA) CORP

Well Name: WINDY RIDGE ST 34-7

Api No: 43-013-33982 Lease Type: STATE - FEE SURF

Section 34 Township 02S Range 01W County DUCHESNE

Drilling Contractor PETE MARTIN DRLG RIG # BUCKET

**SPUDDED:**

Date 07/10/08

Time 1:00 PM

How DRY

**Drilling will Commence:** \_\_\_\_\_

Reported by VINCE GUINN

Telephone # (435) 722-6604

Date 07/17//08 Signed CHD

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER:  
**ML-50139**

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:

**Windy Ridge-State 34-7**

9. API NUMBER:

**43-013-33982**

10. FIELD AND POOL, OR WILDCAT:

**Undesignated**

1. TYPE OF WELL

OIL WELL ☒

GAS WELL ☐

OTHER

2. NAME OF OPERATOR:

**Enerplus Resources (USA) Corporation**

3. ADDRESS OF OPERATOR:

**1700 Lincoln St., #1300**

CITY

**Denver**

STATE

**CO**

ZIP

**80203-4513**

PHONE NUMBER:

**(720) 279-5500**

4. LOCATION OF WELL

FOOTAGES AT SURFACE: **1734' FNL & 1325' FEL of Section 34-T2S-R1W**

COUNTY: **Duchesne**

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: **SWNE 34 2S 1W USB&M**

STATE:

**UTAH**

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start:  	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON	
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR	
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE	
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: <b>Ongoing</b>	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <b>Monthly Progress Report</b>	
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION		

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

**Currently drilling well**

NAME (PLEASE PRINT) **Charles B. Wiley**

TITLE **Senior Engineering Advisor**

SIGNATURE

*Charles B. Wiley*

DATE **7/31/2008**

(This space for State use only)

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JUL 31 2008

DIV. OF OIL, GAS & MINING

ENERPLUS RESOURCES (USA) CORPORATION

Daily Drilling Report

Date: 7/23/08

Operator:

Well:

Foreman:

Field:

County:

State:

Enerplus Res.

WR-St 34-7

Guinn

TBD

Duchesne

Utah

Day No.:

Spud Date:

AFE No.:

AFE TMD/TVD:

API No:

8

7/15/2008

12800'

43-013-33982

Present Oper.:

Footage:

TMD:

TVD:

Rig:

MIRU

0

2100

2100

Exec Summary:

24 Hr Forecast:

FINISH RESERVE PIT AND WO PIT LINER, MI DHS 20

LINE RESERVE PIT AND MIRU DHS 20

Bit No.	Serial No.	Type	Size/Condition	Footage From	Footage To	Feet	Rot. Hrs.	ROP	Jets	WOB	RPM

Mud Properties

Time:

@ Depth:

MW:

Visc:

pH:

Chl:

WL:

HTHP:

FC:

PV:

YP:

Solids:

Oil:

10 Sec Gel:

10Min Gel:

CA:

Pm:

Pf:

Ex Lime:

Elec Slab:

MBT:

LGS:

Mud Used

Mud Additive

Trucking:

Engineer:

Aquagel:

Gel:

Shrink Wrap:

Lime:

Barite:

Oil Absorbent:

Diesel:

Used (Sacks)

Hydraulics

Pump #1

Pump #2

Pump #3

Liner (In.):

Stroke(In.):

SPM:

GPM:

PSI:

AV (DP):

AV (DC):

In FPM

PSI Drop:

HHP

Daily Cum Surf Mud Loss:

Daily Cum Hole Mud Loss:

Daily Cum Mud Cost:

Strg Wt Up:

Strg Wt Dwn:

Strg Wt Rot:

Tq On/Off Bot:

Bottom Hole Assembly No.:

Qty

Description

O.D. (In.)

I.D. (In.)

Length (Ft.)

Total BHA Length:

Last Casing/BOP

Depth:

Last BOP Press Test:

Safety Meeting:

80

FIT:

Accident:

Size:

Env. Incident:

20

Weight:

LCIncident:

52.78

Grade:

A-53B

Conn.:

WELDED

24 Hr. Operations Recap.

From

To

Hrs.

Operation

Personnel Data

Company

Service

No.

Hours

Survey Data

MD

Incl.

TVD

Azimuth

VS

N-S

E-W

Dogleg (degrees/100')

Costs Summary

Acctg. Codes

Description

Daily Costs

Total of Today's Costs:

Cumulative Cost Yesterday:

Cumulative Cost Including Today::

\$0

\$0

\$0

<b>ENERPLUS RESOURCES (USA) CORPORATION</b>	
---	--

Daily Drilling Report

Date: 7/24/08

Operator:	Enerplus Res.	Day No.:	9	Present Oper.:	MIRU	Exec Summary:	Install pit liner, start filling pit, redrill rathole, start rigging up.
Well:	<b>WR-St 34-7</b>	Spud Date:	7/15/2008	Footage:	0	24 Hr Forecast:	Rig up DHS 20
Foreman:	Guinn	AFE No.:		TMD:	2100		
Field:	TBD	AFE TMD/TVD:	12800'	TVD:	2100		
County	Duchesne	API No:	43-013-33982	Rig:			
State:	Utah						

[illegible]

Mud Properties			Mud Used		Hydraulics					
Time:		Solids:	Mud Additive	Used (Sacks)	Pump #1	Pump #2	Pump #3			
@ Depth:		Oil:	Trucking:		Liner (In.):					
MW:		10 Sec Gel:	Engineer:		Stroke(In.):					
Visc:		10Min Gel:	Aquagel:		SPM:					
pH:		CA:	Gel:		GPM:					
Chl:		Prm:	Shrink Wrap:							
WL:		Pf:	Lime:		PSI:					
HThP:		Ex Lime:	Barite:		AV (DP):		AV (DC):		In FPM	
FC:		Elec Slab:	Oil Absorbent:		PSI Drop:		HHP			
PV:		MBT:	Diesel:							
YP:		LGS:			Daily Cum Surf Mud Loss:					
					Daily Cum Hole Mud Loss:					
					Daily Cum Mud Cost:					
					Strg Wt Up:		Strg Wt Rot:			
					Strg Wt Dwn:		Tq On/Off Bot:			

Bottom Hole Assembly No.:						
Qty	Description		O.D. (In.)	I.D. (In.)	Length (Ft.)	
			Total BHA Length:			

Last Casing/BOP										
Depth:	80	FIT:		Size:	20	Weight:	52.78	Grade:	A-53B	Conn.: WELDED
Last BOP Press Test:		Accident:		Env. Incident:		LCIncident:				
Safety Meeting:										

24 Hr. Operations Recap.				Personnel Data			
From	To	Hrs.	Operation	Company	Service	No.	Hours
6:00	12:00	6:00	Install pit liner. Set subs and start rig up				
12:00	18:00	6:00	Remove subs and matting, redrill rathole. Start filling reserve				
18:00			pit.				
0:00							
0:00							
0:00							
0:00							
0:00							
0:00							
0:00							
0:00							
0:00							
0:00							

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## ENERPLUS RESOURCES (USA) CORPORATION

Daily Drilling Report

Date: 7/25/08

Operator:	Enerplus Res.	Day No.:	10	Present Oper.:	MIRU	Exec Summary:	RU DHS 20, fill reserve pit.
Well:	WR-St 34-7	Spud Date:	7/15/2008	Footage:	0	24 Hr Forecast:	Rig up DHS 20
Foreman:	Guinn	AFE No.:		TMD:	2100		
Field:	TBD	AFE TMD/TVD:	12800'	TVD:	2100		
County:	Duchesne	API No:	43-013-33982	Rig:			
State:	Utah						

[illegible][illegible][illegible]

Last Casing/BOP												
Depth:	80	FIT:		Size:	20	Weight:	52.78	Grade:	A-53B	Conn.:		WELDED
Last BOP Press Test:		Accident:		Env. Incident:		LCIncident:						
Safety Meeting:												

<b>24 Hr. Operations Recap.</b>				<b>Personnel Data</b>			
<b>From</b>	<b>To</b>	<b>Hrs.</b>	<b>Operation</b>	<b>Company</b>	<b>Service</b>	<b>No.</b>	<b>Hours</b>
6:00	18:00	12:00	Fill reserve, rig up DSH 20				
18:00							
0:00							
0:00							
0:00							
0:00							
0:00							
0:00							
0:00							
0:00							
0:00							

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**ENERPLUS RESOURCES (USA) CORPORATION**

## Daily Drilling Report

Date: 7/26/08

Operator:	Enerplus Res.	Day No.:	11	Present Oper.:	STRAP PIPE	Exec Summary:	RU DHS 20, SET UP CAMP
Well:	WR-St 34-7	Spud Date:	7/15/2008	Footage:	0	24 Hr Forecast:	STRAP PIPE, PU AND TIH
Foreman:	Guinn	AFE No.:		TMD:	2100		
Field:	TBD	AFE TMD/TVD:	12800'	TVD:	2100		
County	Duchesne	API No:	43-013-33982	Rig:			
State:	Utah						

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## ENERPLUS RESOURCES (USA) CORPORATION

Daily Drilling Report

Date: 7/27/08

Operator:	Enerplus Res.	Day No.:	12	Present Oper.:	REAM TO BTM	Exec Summary:	FINISH RU, MIX MUD, STRAP PIPE, PU AND TIH
Well:	WR-St 34-7	Spud Date:	7/15/2008	Footage:	0	24 Hr Forecast:	REAM TO 2100'
Foreman:	Guinn	AFE No.:		TMD:	2100		
Field:	TBD	AFE TMD/TVD:	12800'	TVD:	2100		
County	Duchesne	API No:	43-013-33982	Rig:			
State:	Utah						

[illegible][illegible]

Bottom Hole Assembly No.:					
Qty	Description		O.D. (In.)	I.D. (In.)	Length (Ft.)
1	BIT				
1	DOG SUB				
1	MUD MOTOR				
3	8" DC				
1	XO				
2	6½ DC				
Total BHA Length:					

Last Casing/BOP										
Depth:	80	FIT:		Size:	20	Weight:	52.78	Grade:	A-53B	Conn.: WELDED
Last BOP Press Test:		Accident:		Env. Incident:		LCIncident:				
Safety Meeting:										

24 Hr. Operations Recap.				Personnel Data			
From	To	Hrs.	Operation	Company	Service	No.	Hours
6:00	18:00	12:00	RU, WELD UP AS NECESSARY, INSTALL PASON				
18:00	1:00	7:00	FINISH INSTALL PASON, PERFORM PRESPUD, HOLD MEETING				
1:00	3:30	2:30	PU BIT, MUD MOTOR, AND DC AND TIH				
3:30	5:00	1:30	WORK ON PUMPS AND START CIRC.				
5:00	6:00	1:00	WASH AND REAM TO 204'				
6:00							
0:00							
0:00							
0:00							
0:00							
0:00							

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**ENERPLUS RESOURCES (USA) CORPORATION**

## Daily Drilling Report

Date: 7/28/08

Operator:	Enerplus Res.	Day No.:	13	Present Oper.:	REAM TO BTM	Exec Summary:	WASH AND REAM 239'-1250'
Well:	WR-St 34-7	Spud Date:	7/15/2008	Footage:	0	24 Hr Forecast:	REAM TO 2100'
Foreman:	Guinn	AFE No.:		TMD:	2100		
Field:	TBD	AFE TMD/TVD:	12800'	TVD:	2100		
County:	Duchesne	API No:	43-013-33982	Rig:			
State:	Utah						

[illegible]

Mud Properties				Mud Used		Hydraulics					
Time:	11:00	Solids:	4	Mud Additive	Used (Sacks)	Pump #1	Pump #2	Pump #3			
@ Depth:	2100	Oil:		Trucking:		Liner (In.):	6.5	6.5			
MW:	8.7	10 Sec Gel:	5	Engineer:		Stroke(In.)	10	10			
Visc:	30	10Min Gel:	9	Gelex	13	SPM:	90	90			
pH:	10	CA:	80	Gel:	210	GPM:	366	366			
Chl:	200	Pm:	1.5	Shrink Wrap:	4						
WL:		Pf:	1	Pallets	4	PSI:	360				
HTHP:		Ex Lime:		Lime:	5	AV (DP):	139	AV (DC):	210	In FPM	
FC:		Elec Slab:		Barite:		PSI Drop:	320	HHP			
PV:	12	MBT:		Oil Absorbent:							
YP:	12	LGS:		Diesel:		Daily Cum Surf Mud Loss:					
						Daily Cum Hole Mud Loss:					
						Daily Cum Mud Cost:					
						Strg Wt Up:		88	Strg Wt Rot:		86
						Strg Wt Dwn:		83	Tq On/Off Bot:		

Bottom Hole Assembly No.:					
Qty	Description		O.D. (In.)	I.D. (In.)	Length (Ft.)
1	BIT		12.25		1.50
1	DOG SUB		12.125		0.90
1	MUD MOTOR		7.75		38.98
3	8" DC		8	2.5	87.96
1	XO				2.96
17	6½ DC		6.25	2.25	534.90
			Total BHA Length:		667.20

Last Casing/BOP											
Depth:	80	FIT:		Size:	20	Weight:	52.78	Grade:	A-53B	Conn.:	WELDED
Last BOP Press Test:		Accident:		Env. Incident:		LCIncident:					
Safety Meeting:	PPE, PINCH POINTS										

24 Hr. Operations Recap.				Personnel Data			
From	To	Hrs.	Operation	Company	Service	No.	Hours
6:00	7:30	1:30	RIG REPAIR, TURN KELLY HOSE				
7:30	8:00	0:30	WASH AND REAM TO 239'-271'				
8:00	9:00	1:00	RIG REPAIR, GET FUEL TO #2 PUMP				
9:00	9:30	0:30	WASH AND REAM 271'-302'				
9:30	10:00	0:30	RIG REPAIR, AIR COMPRESSOR				
10:00	11:30	1:30	WASH AND REAM 302'-397'				
11:30	12:00	0:30	PUMP OUT CELLAR, LOSING MUD OVER TOP DIVERTER				
12:00	15:30	3:30	WASH AND REAM 397'-560'				
15:30	16:30	1:00	RIG REPAIR, LIGHT PLANT DOWN				
16:30	6:00	13:30	WASH AND REAM 560'-1250'				
6:00							

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**ENERPLUS RESOURCES (USA) CORPORATION**

Daily Drilling Report

Date: 7/29/08

Operator:	Enerplus Res.	Day No.:	14	Present Oper.:	WO MECHANIC	Exec Summary:	REPAIR MP, BOTH MP NOT WORKING PROPERLY
Well:	WR-St 34-7	Spud Date:	7/15/2008	Footage:	0	24 Hr Forecast:	REPAIR ENGINES ON #1 & #2 MP.
Foreman:	Guinn	AFE No.:		TMD:	2100		
Field:	TBD	AFE TMD/TVD:	12800'	TVD:	2100		
County:	Duchesne	API No:	43-013-33982	Rig:			
State:	Utah						

[illegible][illegible]

Bottom Hole Assembly No.:		
Qty	Description	
1	BIT	O.D. (In.) I.D. (In.) Length (Ft.) 12.25 1.50
1	DOG SUB	12.125 0.90
1	MUD MOTOR	7.75 38.98
3	8" DC	8 2.875 87.96
1	XO	8 2.5 2.96
17	6½ DC	6.25 2.25 534.90
		Total BHA Length: 667.20

Last Casing/BOP											
Depth:	80	FIT:		Size:	20	Weight:	52.78	Grade:	A-53B	Conn.:	WELDED
Last BOP Press Test:		Accident:		Env. Incident:		LCIncident:					
Safety Meeting:	PPE, PINCH POINTS										

[illegible][illegible][illegible]

ENERPLUS RESOURCES					
Daily Drilling Report					
Date: 7/3					
Operator:	Enerplus Res.	Day No.:	15	Present Oper.:	WASH AND REAM
Well:	WR-St 34-7	Spud Date:	7/15/2008	Footage:	0
Foreman:	Guinn	AFE No.:		TMD:	2100
Field:	TBD	AFE TMD/TVD:	12800'	TVD:	2100
County	Duchesne	API No:	43-013-33982	Rig:	
State:	Utah				

Bit No.	Serial No.	Type	Size/Condition	Footage From	Footage To
1	JT9317	HP53A	12¼		

Mud Properties				Mud Used	
Time:	9:00	Solids:	6	Mud Additive	Used (Sacks)
@ Depth:	2100	Oil:		Trucking:	
MW:	9	10 Sec Gel:	5	Engineer:	
Visc:	29	10Min Gel:	9	Gelex	
pH:	7	CA:	1200	Gel:	16
Chl:	600	Pm:	0.8	Shrink Wrap:	
WL:		Pf:	0.4	Pallets	
HTHP:		Ex Lime:		Lime:	
FC:		Elec Slab:		Barite:	
PV:	18	MBT:		Oil Absorbent:	
YP:	18	LGS:		Diesel:	

Bottom Hole Assembly No.:			
Qty	Description		
1	BIT		
1	DOG SUB		
1	MUD MOTOR		
3	8" DC		
1	XO		
17	6½ DC		

Last Casing/BOP				
Depth:	80	FIT:		Size:
Last BOP Press Test:		Accident:		Env. Incident:
Safety Meeting:	FORK LIFT OP. AND SWAMPING			

24 Hr. Operations Recap.			
From	To	Hrs.	Operation
6:00	9:00	3:00	WO MECHANIC
9:00	10:30	1:30	REPAIR #1 & #2 MUD PUMPS
10:30	13:30	3:00	TIH TAGGING TIGHT SPOT @ 890
13:30	19:30	6:00	WASH AND REAM 890'-1156'
19:30	22:00	2:30	REPAIR #1 & #2 MUD PUMPS

<b>(USA) CORPORATION</b>	
Report	
10/08	
Exec Summary:	WASH AND REAM 1250'-1340', BOTH MP NOT WORKING PROPERLY
24 Hr Forecast:	REPAIR ENGINES ON #1 & #2 MP, WASH AND REAM

Feet	Rot. Hrs.	ROP	Jets	WOB	RPM

Hydraulics					
	Pump #1	Pump #2	Pump #3		
Liner (In.):	6.5	6.5			
Stroke(In.):	10	10			
SPM:	90	90			
GPM:	366	366			
PSI: 360					
AV (DP):	139	AV (DC):	210	In FPM	
PSI Drop:	320	HHP			
Daily Cum Surf Mud Loss:					
Daily Cum Hole Mud Loss:					
Daily Cum Mud Cost:					
Strg Wt Up: 84 Strg Wt Rot: 82					
Strg Wt Dwn: 81 Tq On/Off Bot:					

O.D. (In.)	I.D. (In.)	Length (Ft.)
12.25		1.50
12.125		0.90
7.75		38.98
8	2.875	87.96
8	2.75	2.96
6.25	2.25	534.90
Total BHA Length:		667.20

20	Weight:	52.78	Grade:	A-53B	Conn.:	WELDED
	LCIncident:					

Personnel Data				
Company	Service	No.	Hours	





**ENERPLUS RESOURCES (USA) CORPORATION**

## Daily Drifting Report

Date: 7/31/08

Operator:	Enrplus Res.	Day No.:	16	Present Oper.:	RIG REPAIR	Exec Summary:	WASH AND REAM 1340'-1750'. DRLD 1750'-2104'
Well:	WR-St 34-7	Spend Date:	7/15/2008	Footage:	0	24 Hr Forecast:	DRILL TO 2400'
Foreman:	Gunn	AFE No.:		TMD:	2104		
Field:	TSD	AFE/TMD/TVD:	12800'	TVD:	2104		
County:	Duchesne	API No.:	43-013-33982	Rig:			
State:	Utah						

[illegible][illegible][illegible]

Last Casing/BOP									
Depth:	80	Fit:		Size:	20	Weight:	52.78	Grade:	A-53B Conn: WELDED
Last BOP Press Test:	Accident:			Env. Incident:		LC Incident:			
Safety Meeting:	SFTY MTG OF LOCK OUT TAG OUT & PPE								

[illegible][illegible][illegible]

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-50139
2. NAME OF OPERATOR: Enerplus Resources (USA) Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1700 Lincoln St., #1300 CITY Denver STATE CO ZIP 80203-4513		7. UNIT or CA AGREEMENT NAME:
PHONE NUMBER: (720) 279-5500		8. WELL NAME and NUMBER: Windy Ridge-State 34-7
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1734' FNL & 1325' FEL of Section 34-T2S-R1W QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNE 34 2S 1W USB 1/4 M		9. API NUMBER: 43-013-33982
		10. FIELD AND POOL, OR WILDCAT: Undesignated
		COUNTY: Duchesne STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CASING REPAIR <input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PLUG BACK <input type="checkbox"/> PRODUCTION (START/RESUME) <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> TEMPORARILY ABANDON <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> WATER SHUT-OFF <input type="checkbox"/> OTHER: _____
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 7/23/2008			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

At the surface owner's request, the location orientation was rotated 180 degrees so the reserve pit would be on the west side instead of the east side as proposed with the Form 3 filing for this well. The surface owner wanted this change so, after the pit was reclaimed, less of his irrigated field acreage to the west would be occupied by a producing oil well.

With the Form 3 filing for this well, Joe Duncan was listed as being the Drilling Foreman. Please be advised that Vince Guinn will be the on-site Drilling Foreman. He can be contacted via cellular telephone at 435-722-6604 or via the rig telephone at 307-277-0489.

The wellsite geologists will be Luis Lora and/or Morgan Reid of Columbine Logging, Inc. Columbine Logging Inc.'s Chief Geologist is Craig Gander and he can be reached at: Office: 303-289-7764 or via cellular telephone at 303-249-2166.

NAME (PLEASE PRINT) Charles B. Wiley	TITLE Senior Engineering Advisor
SIGNATURE 	DATE 7/31/2008

(This space for State use only)

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AUG 6 4 2008

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 6

ENTITY ACTION FORM

Operator: Enerplus Resources (USA) Corporation Operator Account Number: N 3340  
Address: 1700 Lincoln Street, Suite 1300  
city Denver  
state CO zip 80203-4513 Phone Number: (720) 279-5500

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301333982	Windy Ridge-State 34-7		SWNE	34	2S	1W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
A	99999	17005	7/1/2008		8/14/08		
Comments: <u>WSTC</u>							

**CONFIDENTIAL**

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
Comments:							

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date		
Comments:							

ACTION CODES:

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

Charles B. Wiley

Name (Please Print)

Signature

Senior Engineering Advisor

Title

7/31/2008

Date

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AUG 04 2008

DIV. OF OIL, GAS & MINING

CONFIDENTIAL

FORM 9

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL

OIL WELL ☒

GAS WELL ☐

OTHER

2. NAME OF OPERATOR:

Enerplus Resources (USA) Corporation

3. ADDRESS OF OPERATOR:

1700 Lincoln St., #1300 CITY Denver

STATE CO

ZIP 80203-4513

PHONE NUMBER:

(720) 279-5500

5. LEASE DESIGNATION AND SERIAL NUMBER:

ML-50139

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:

Windy Ridge-State 34-7

9. API NUMBER:

43-013-33982

10. FIELD AND POOL, OR WILDCAT:

Undesignated

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 1734' FNL & 1325' FEL of Section 34-T2S-R1W

COUNTY: Duchesne

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNE 34 2S 1W USB~~FM~~

STATE:

UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start:  	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: <u>Ongoing</u>	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Monthly Progress Report</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Currently drilling well

NAME (PLEASE PRINT) Charles B. Wiley

TITLE Senior Engineering Advisor

SIGNATURE

*Charles B. Wiley*

DATE

7/31/2008

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AUG 07 2008

Enerplus Resources (USA) Corporation  
Windy Ridge-State 34-7  
Monthly Progress Report  
July 31, 2008

MIRU Pete Martin Drilling rig and spud 30" conductor surface hole on July 9, 2008. Drilled to 80' and set 80' of 20"-52.78-A53B-Welded conductor pipe. Cement conductor pipe to surface. Drill rodent holes for rig. RDMO Pete Martin Drilling rig on July 11, 2008.

MIRU ProPetro Services, Inc. Rig 5 and spud 12 1/4" surface hole on July 15, 2008. Drill to 2100'. RDMO ProPetro Services, Inc. rig on July 19, 2008.

Began moving in DHS Drilling Company Rig 20 on July 19, 2008. Began running drill string into hole on July 27, 2008. Washed, reamed and drilled 12 1/4" hole to 2104' by 6:00 AM, July 31, 2008.

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

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FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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1. TYPE OF WELL

OIL WELL ☒

GAS WELL ☐

OTHER

2. NAME OF OPERATOR:

Enerplus Resources (USA) Corporation

3. ADDRESS OF OPERATOR:

1700 Lincoln St., #1300

CITY

Denver

STATE

CO

ZIP

80203-4513

PHONE NUMBER:

(720) 279-5500

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 1734'FNL&1325'FEL of Section 34=T2S-R1W

COUNTY: Duchesne

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNE 34 2S 1W USB+M

STATE:

UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

TYPE OF ACTION



NOTICE OF INTENT  
(Submit in Duplicate)

Approximate date work will start:



SUBSEQUENT REPORT  
(Submit Original Form Only)

Date of work completion:

Ongoing



ACIDIZE



ALTER CASING



CASING REPAIR



CHANGE TO PREVIOUS PLANS



CHANGE TUBING



CHANGE WELL NAME



CHANGE WELL STATUS



COMMINGLE PRODUCING FORMATIONS



CONVERT WELL TYPE



DEEPEN



FRACTURE TREAT



NEW CONSTRUCTION



OPERATOR CHANGE



PLUG AND ABANDON



PLUG BACK



PRODUCTION (START/RESUME)



RECLAMATION OF WELL SITE



RECOMPLETE - DIFFERENT FORMATION



REPERFORATE CURRENT FORMATION



SIDETRACK TO REPAIR WELL



TEMPORARILY ABANDON



TUBING REPAIR



VENT OR FLARE



WATER DISPOSAL



WATER SHUT-OFF



OTHER: Monthly Progress Report

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Currently drill well

NAME (PLEASE PRINT) Charles B. Wiley

TITLE Senior Engineering Advisor

SIGNATURE

Charles B. Wiley

DATE 9/10/2008

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SEP 15 2008  
DIV. OF OIL, GAS & MINING

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 9

**SUNDRY NOTICES AND REPORTS ON WELLS**

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____	5. LEASE DESIGNATION AND SERIAL NUMBER: ML-50139
2. NAME OF OPERATOR: Enerplus Resources (USA) Corporation	6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1700 Lincoln St., #1300 CITY Denver STATE CO ZIP 80203-4513	7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1734'FNL&1325'FEL of Section 34=T2S-R1W	8. WELL NAME and NUMBER: Windy Ridge-State 34-7
PHONE NUMBER: (720) 279-5500	9. API NUMBER: 4301333982
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNE 34 2S 1W	10. FIELD AND POOL, OR WILDCAT: Undesignated

COUNTY: Duchesne

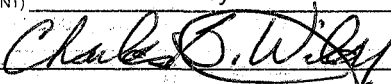
STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: <u>Ongoing</u>	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Monthly Progress Report</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Reached TD of 12,800' on September 4, 2008. Set 5" liner from 8790' to 12,798' and cemented in place. Released rig on September 10, 2008. Plan on starting completion on or about October 20, 2008.

NAME (PLEASE PRINT) Charles B. Wiley	TITLE Senior Engineering Advisor
SIGNATURE 	DATE 10/7/2008

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OCT 14 2008

DIV. OF OIL, GAS & MINING

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 9

5. LEASE DESIGNATION AND SERIAL NUMBER:

ML-50139

SUNDRY NOTICES AND REPORTS ON WELLS

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL

OIL WELL ☒

GAS WELL ☐

OTHER

8. WELL NAME and NUMBER:

Windy Ridge-State 34-7

2. NAME OF OPERATOR:

Enerplus Resources (USA) Corporation

9. API NUMBER:

4301333982

3. ADDRESS OF OPERATOR:

1700 Lincoln St., #1300

CITY

Denver

STATE

CO

ZIP

80203-4513

PHONE NUMBER:

(720) 279-5500

10. FIELD AND POOL, OR WILDCAT:

Undesignated

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 1734'FNL&1325'FEL of Section 34=T2S-R1W

COUNTY: Duchesne

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNE 34 2S 1W

STATE:

UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

TYPE OF ACTION



NOTICE OF INTENT  
(Submit in Duplicate)

Approximate date work will start:



SUBSEQUENT REPORT  
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Date of work completion:

Ongoing



ACIDIZE



ALTER CASING



CASING REPAIR



CHANGE TO PREVIOUS PLANS



CHANGE TUBING



CHANGE WELL NAME



CHANGE WELL STATUS



COMMINGLE PRODUCING FORMATIONS



CONVERT WELL TYPE



DEEPEN



FRACTURE TREAT



NEW CONSTRUCTION



OPERATOR CHANGE



PLUG AND ABANDON



PLUG BACK



PRODUCTION (START/RESUME)



RECLAMATION OF WELL SITE



RECOMPLETE - DIFFERENT FORMATION



REPERFORATE CURRENT FORMATION



SIDETRACK TO REPAIR WELL



TEMPORARILY ABANDON



TUBING REPAIR



VENT OR FLARE



WATER DISPOSAL



WATER SHUT-OFF



OTHER: Monthly Progress Report

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Moved in pulling unit on October 20, 2008. Ran cement bond log on October 31, 2008. Plan on perforating, stimulating and testing in November, 2008.

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NOV 10 2008

DIV. OF OIL, GAS & MINING

NAME (PLEASE PRINT) Charles B. Wiley

TITLE Senior Engineering Advisor

SIGNATURE

Charles B. Wiley

DATE 11/5/2008

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**STATE OF UTAH**  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

## SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: <b>ML-50139</b>
2. NAME OF OPERATOR: <b>Enerplus Resources (USA) Corporation</b>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1700 Lincoln St., #1300 CITY <b>Denver</b> STATE <b>CO</b> ZIP <b>80203-4513</b>		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: <b>1734'FNL&amp;1325'FEL of Section 34=T2S-R1W</b>		8. WELL NAME and NUMBER: <b>Windy Ridge-State 34-7</b>
PHONE NUMBER: <b>(720) 279-5500</b>		9. API NUMBER: <b>4301333982</b>
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: <b>SWNE 34 2S 1W</b>		10. FIELD AND POOL, OR WILDCAT: <b>Undesignated</b>

COUNTY: **Duchesne**

STATE: **UTAH**

### 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate)  Approximate date work will start:  	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only)  Date of work completion: <b>Ongoing</b>	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <b>Monthly Progress Report</b>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

### 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Moved in pulling unit on October 20, 2008. Ran cement bond log on October 31, 2008. Have perforated and tested three intervals in the Wasatch Formation through November 30, 2008. Additional Wasatch intervals will be perforated and tested in December.

NAME (PLEASE PRINT) <b>Charles B. Wiley</b>	TITLE <b>Senior Engineering Advisor</b>
SIGNATURE	DATE <b>12/5/2008</b>

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**RECEIVED**  
**DEC 09 2008**  
**DIV. OF OIL, GAS & MINING**

**STATE OF UTAH**  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 9

## SUNDRY NOTICES AND REPORTS ON WELLS

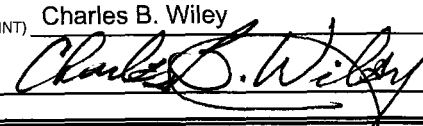
Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: <b>ML-50139</b>
2. NAME OF OPERATOR: <b>Enerplus Resources (USA) Corporation</b>		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1700 Lincoln St., #1300 CITY <b>Denver</b> STATE <b>CO</b> ZIP <b>80203-4513</b>		7. UNIT or CA AGREEMENT NAME:
PHONE NUMBER: <b>(720) 279-5500</b>		8. WELL NAME and NUMBER: <b>Windy Ridge-State 34-7</b>
4. LOCATION OF WELL FOOTAGES AT SURFACE: <b>1734'FNL&amp;1325'FEL of Section 34=T2S-R1W</b>		9. API NUMBER: <b>4301333982</b>
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: <b>SWNE 34 2S 1W</b>		10. FIELD AND POOL, OR WILDCAT: <b>Undesignated</b>
COUNTY: <b>Duchesne</b>		STATE: <b>UTAH</b>

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
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	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
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	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <b>Monthly Progress Report</b>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Moved in pulling unit on October 20, 2008. Ran cement bond log on October 31, 2008. Have perforated and tested five intervals in the Wasatch Formation through December 31, 2008. Currently designing and ordering production facilities and expect to begin installation during January, 2009.

NAME (PLEASE PRINT) <b>Charles B. Wiley</b>	TITLE <b>Senior Engineering Advisor</b>
SIGNATURE 	DATE <b>1/7/2009</b>

(This space for State use only)

**RECEIVED**

**JAN 12 2009**

**DIV. OF OIL, GAS & MINING**

**STATE OF UTAH**  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 9

## SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-50139
2. NAME OF OPERATOR: Enerplus Resources (USA) Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1700 Lincoln St., #1300 CITY Denver STATE CO ZIP 80203-4513		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1734'FNL&1325'FEL of Section 34=T2S-R1W		8. WELL NAME and NUMBER: Windy Ridge-State 34-7
5. PHONE NUMBER: (720) 279-5500		9. API NUMBER: 4301333982
6. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNE 34 2S 1W		10. FIELD AND POOL, OR WILDCAT: Undesignated

COUNTY: Duchesne

STATE: UTAH

### 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
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	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: <u>Ongoing</u>	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Monthly Progress Report</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Moved in pulling unit on October 20, 2008. Ran cement bond log on October 31, 2008. Have perforated and tested five intervals in the Wasatch Formation through December 31, 2008. Designed and ordered production facilities and began installation during January, 2009. Expect to finish installing production facilities during February, 2009, and start producing well in March, 2009.

NAME (PLEASE PRINT) <u>Charles B. Wiley</u>	TITLE <u>Senior Engineering Advisor</u>
SIGNATURE <u>Charles B. Wiley</u>	DATE <u>2/9/2009</u>

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**RECEIVED**  
**FEB 12 2009**

# CONFIDENTIAL

FORM 9

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

## SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____	5. LEASE DESIGNATION AND SERIAL NUMBER: ML-50139
2. NAME OF OPERATOR: Enerplus Resources (USA) Corporation	6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1700 Lincoln St., #1300 CITY Denver STATE CO ZIP 80203-4513	7. UNIT or CA AGREEMENT NAME:
PHONE NUMBER: (720) 279-5500	8. WELL NAME and NUMBER: Windy Ridge-State 34-7
9. API NUMBER: 4301333982	10. FIELD AND POOL, OR WILDCAT: Undesignated

4. LOCATION OF WELL FOOTAGES AT SURFACE: 1734'FNL&1325'FEL of Section 34=T2S-R1W	COUNTY: Duchesne
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNE 34 2S 1W	STATE: UTAH

### 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
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	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

### 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Moved in pulling unit on October 20, 2008. Ran cement bond log on October 31, 2008. Have perforated and tested five intervals in the Wasatch Formation through December 31, 2008. Designed and ordered production facilities and began installation in January, 2009. Production facility installation has been completed and gas pipeline and electrical service construction is underway to connect this well. We expect to start producing well in March, 2009.

NAME (PLEASE PRINT) Charles B. Wiley	TITLE Senior Engineering Advisor
SIGNATURE <u>Charles B. Wiley</u>	DATE 3/3/2009

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MAR 09 2009

DIV. OF OIL, GAS &amp; MINING

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

CONFIDENTIAL

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL ☒ GAS WELL ☐ OTHER \_\_\_\_\_

2. NAME OF OPERATOR:  
Enerplus Resources (USA) Corporation

3. ADDRESS OF OPERATOR: 1700 Lincoln St., #1300 CITY Denver STATE CO ZIP 80203-4513 PHONE NUMBER: (720) 279-5500

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 1734'FNL&1325'FEL of Section 34=T2S-R1W

COUNTY: Duchesne

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNE 34 2S 1W

STATE: UTAH

5. LEASE DESIGNATION AND SERIAL NUMBER:  
ML-50139

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:  
Windy Ridge-State 34-7

9. API NUMBER:  
4301333982

10. FIELD AND POOL, OR WILDCAT:  
Undesignated

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: <u>Ongoing</u>	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: <u>Monthly Progress Report</u>
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Moved in pulling unit on October 20, 2008. Ran cement bond log on October 31, 2008. Have perforated and tested five intervals in the Wasatch Formation through December 31, 2008. Designed and ordered production facilities and began installation in January, 2009. Production facility installation has been completed and gas pipeline and electrical service construction has been connected. Production to the facilities began March 24, 2009. A completion report will be sent within two weeks.

NAME (PLEASE PRINT) Charles B. Wiley

TITLE Senior Engineering Advisor

SIGNATURE

*Charles B. Wiley*

DATE 4/1/2009

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DIV. OF OIL, GAS & MINING

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

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AMENDED REPORT ☐ FORM 8  
(highlight changes)

**WELL COMPLETION OR RECOMPLETION REPORT AND LOG**

1a. TYPE OF WELL: OIL WELL ☒ GAS WELL ☐ DRY ☐ OTHER \_\_\_\_\_

b. TYPE OF WORK: NEW WELL ☒ HORIZ. LATS. ☐ DEEP-EN ☐ RE-ENTRY ☐ DIFF. RESVR. ☐ OTHER \_\_\_\_\_

2. NAME OF OPERATOR:  
Enerplus Resources (USA) Corporation

3. ADDRESS OF OPERATOR: 1700 Lincoln St. Ste 1300 CITY Denver STATE CO ZIP 80203 PHONE NUMBER: (720) 279-5500

4. LOCATION OF WELL (FOOTAGES)  
AT SURFACE: 1,734' FNL & 1,325' FEL  
AT TOP PRODUCING INTERVAL REPORTED BELOW: 1,734' FNL & 1,325' FEL  
AT TOTAL DEPTH: 1,734' FNL & 1,325' FEL

5. LEASE DESIGNATION AND SERIAL NUMBER:  
ML-50139

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT or CA AGREEMENT NAME

8. WELL NAME and NUMBER:  
Windy Ridge State 34-7

9. API NUMBER:  
4301333982

10. FIELD AND POOL, OR WILDCAT  
Undesignated

11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:  
SWNE 34 2S 1W

12. COUNTY  
Duchesne

13. STATE  
UTAH

14. DATE SPURRED: 7/15/2008 15. DATE T.D. REACHED: 9/4/2008 16. DATE COMPLETED: 3/24/2009 ABANDONED ☐ READY TO PRODUCE ☒

17. ELEVATIONS (DF, RKB, RT, GL):  
4,998' GL

18. TOTAL DEPTH: MD 12,800 TVD 12,800 19. PLUG BACK T.D.: MD 12,800 TVD 12,800 20. IF MULTIPLE COMPLETIONS, HOW MANY? \* NA

21. DEPTH BRIDGE MD 10,260 PLUG SET: TVD 10,260

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)  
Triple combo  
CBL  
CN, Pex, IDLP, BCS, AT

23. WAS WELL CORED? NO ☒ YES ☐ (Submit analysis)  
WAS DST RUN? NO ☒ YES ☐ (Submit report)  
DIRECTIONAL SURVEY? NO ☒ YES ☐ (Submit copy)

24. CASING AND LINER RECORD (Report all strings set in well)

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
12.25"	9 5/8" J-55	36#	0	2,412	0	G 545		surface	0
8.75"	7" N-80	29#	0	9,033	0	LT 585		surface	0
6.125"	5" N-80	18#	8,790	12,800	0	Prem 120		8960 CBL	0

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2 7/8	9,641	9,641						

26. PRODUCING INTERVALS					27. PERFORATION RECORD				
FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS	
(A) Wasatch	9,766	10,155	9,766	10,155	9,766 9,772	.38	25PF	Open <input checked="" type="checkbox"/>	Squeezed <input type="checkbox"/>
(B)					9,796 9,801	.38	25PF	Open <input checked="" type="checkbox"/>	Squeezed <input type="checkbox"/>
(C)					9,884 9,890	.38	25PF	Open <input checked="" type="checkbox"/>	Squeezed <input type="checkbox"/>
(D)					9,944 9,949	.38	25PF	Open <input checked="" type="checkbox"/>	Squeezed <input type="checkbox"/>

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
9766-10155	10,000 gals of 15% HCL

29. ENCLOSED ATTACHMENTS: ☒ ELECTRICAL/MECHANICAL LOGS ☐ GEOLOGIC REPORT ☐ DST REPORT ☐ DIRECTIONAL SURVEY  
☐ SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION ☐ CORE ANALYSIS ☐ OTHER: \_\_\_\_\_

30. WELL STATUS:  
producing

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DIV. OF OIL, GAS & MINING

## 31. INITIAL PRODUCTION

## INTERVAL A (As shown in Item #26)

DATE FIRST PRODUCED: 2/24/2009	TEST DATE: 3/24/2009	HOURS TESTED: 24	TEST PRODUCTION RATES: →	OIL – BBL: 258	GAS – MCF: 243	WATER – BBL: 5	PROD. METHOD: Flow
CHOKE SIZE: 20/64	TBG. PRESS. 100	CSG. PRESS. 0	API GRAVITY 41.50	BTU – GAS 1,350	GAS/OIL RATIO 944	24 HR PRODUCTION RATES: →	INTERVAL STATUS: Producing

## INTERVAL B (As shown in Item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	INTERVAL STATUS:

## INTERVAL C (As shown in Item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	INTERVAL STATUS:

## INTERVAL D (As shown in Item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	INTERVAL STATUS:

## 32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

Sold to El Paso Production Oil &amp; Gas Gathering L.P

## 33. SUMMARY OF POROUS ZONES (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

## 34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
Wasatch	9,766	10,155		Eocene Green River	2,885
				Eocene Trona	4,470
				Eocene Base Trona	5,140
				Eocene Mahogany Bench	6,502
				Eocene Base Mahogany Ben	6,570
				Eocene Tqr3 Marker	7,443
				Eocene "H1" marker	7,647
				Eocene "I" marker	8,004
				Eocene "K" marker	8,284
				Eocene "CP70" Correlation pt	8,764

## 35. ADDITIONAL REMARKS (Include plugging procedure)

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.

NAME (PLEASE PRINT)

Meghan Calenzo

TITLE

Engineering Technologist

SIGNATURE

Meghan Calenzo

DATE

4/20/09

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation

- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

\* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

\*\* ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining  
1594 West North Temple, Suite 1210  
Box 145801  
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340

Fax: 801-359-3940

34.

**Log Tops**

FORMATION	LOG TOP
Eocene Green River/ Wasatch Transition	9,224
Eocene Wasatch	9,652
TD	12,804

**ENERPLUS RESOURCES, WINDY RIDGE – STATE 34-7**



WINDY RIDGE-STATE 34-7  
April 15, 2009

27. Perforation Record

Perf Group	Top	Bottom	Size	No. Holes	Open
1	9,976	9,984	0.38	2/SPF	Yes
2	10,024	10,032	0.38	2/SPF	Yes
3	10,070	10,080	0.38	2/SPF	Yes
4	10,150	10,155	0.38	2/SPF	Yes

April 20, 2009

Utah Division of Oil, Gas and Mining  
1594 West North Temple, Suite 1210  
P.O. Box 145801  
Salt Lake City, Utah 84114-5801  
Attention: Ms. Diana Mason

Re: Completion Report Windy Ridge-State 34-7  
SW NE, Section 34-T2S-R1W  
Duchesne County, Utah

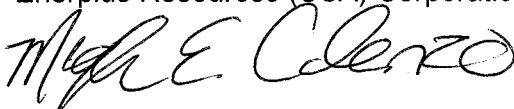
Enerplus Resources (USA) Corporation respectfully submits the **Completion Report** (Form 8) as well as the **required logs** for the above stated well for your approval. Enerplus Resources (USA) Corporation requests that all information associated with this well be held **STRICTLY CONFIDENTIAL**.

If there are any questions or if you need additional information, you can contact either myself at (720) 279-5542 and [mcalenzo@enerplus.com](mailto:mcalenzo@enerplus.com) or Charles Wiley at (972) 618-4760 and [cwiley@enerplus.com](mailto:cwiley@enerplus.com).

Thank you for your attention to this matter.

Sincerely,

Enerplus Resources (USA) Corporation



Meghan E. Calenzo  
Engineering Technician

Enclosures

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APR 22 2009  
DIV. OF OIL, GAS & MINING

May 20, 2009

Utah Division of Oil, Gas and Mining  
1594 West North Temple, Suite 1210  
P.O. Box 145801  
Salt Lake City, Utah 84114-5801  
Attention: Ms. Diana Mason

Re: Subsequent Report for the Windy Ridge-State 34-7  
SW NE, Section 34-T2S-R1W  
Duchesne County, Utah

Enerplus Resources (USA) Corporation respectfully submits this Sundry Notice (Form 9) for the above stated well for your approval. Enerplus Resources (USA) Corporation requests that all information associated with this well be held **STRICTLY CONFIDENTIAL**.

If there are any questions or if you need additional information, you can contact either myself at (720) 279-5542 and [mcalenzo@enerplus.com](mailto:mcalenzo@enerplus.com) or Charles Wiley at (972) 618-4760 and [cwiley@enerplus.com](mailto:cwiley@enerplus.com).

Thank you for your attention to this matter.

Sincerely,

Enerplus Resources (USA) Corporation



Meghan E. Calenzo  
Engineering Technician

Enclosures

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MAY 27 2009

DIV. OF OIL, GAS & MINING

**STATE OF UTAH**  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

**SUNDRY NOTICES AND REPORTS ON WELLS**

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: ML-50139
2. NAME OF OPERATOR: Enerplus Resources (USA) Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1700 Lincoln Street. #1300 CITY Denver STATE CO ZIP 80203		7. UNIT or CA AGREEMENT NAME:
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1,734' FNL & 1,325' FEL		8. WELL NAME and NUMBER: Windy-Ridge State 34-7
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNE 34 25 1W USB +M		9. API NUMBER: <del>49-013-339</del> 43 013 33982
PHONE NUMBER: (720) 279-5500		10. FIELD AND POOL, OR WILDCAT: Undesignated
COUNTY: Duchesne		STATE: UTAH

## 11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input checked="" type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> ALTER CASING	<input checked="" type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON	
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR	
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE	
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 5/14/2009	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____	
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION		

## 12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Acidized 114 holes in Wasatch interval 9766' – 10155' with 10,000 gals 15% HCl containing 175 ball sealers. Pulled tubing and packer. Fracture stimulated Wasatch interval 9766' – 10155' with 83,555 gals and 106,567 lbs of 20/40 proppant. Perforated 126 holes in Wasatch interval 9369' – 9572' with 3.125" hollow, carrier casing gun. Acid stimulated Wasatch interval 9369' – 9572' with 5707 gals 15% HCl acid containing 103 ball sealers then fracture stimulated with 100,650 gals and 110,686 lbs of 20/40 proppant. Ran 2.875" tubing string to 8729' and set tubing anchor/catcher at 8631'.

NAME (PLEASE PRINT) <u>Meghan Calenzo</u>	TITLE <u>Engineering Technologist</u>
SIGNATURE <u><i>Meghan Calenzo</i></u>	DATE <u>5/20/09</u>

(This space for State use only)

**RECEIVED****MAY 27 2009****DIV. OF OIL, GAS & MINING**

Division of Oil, Gas and Mining  
**OPERATOR CHANGE WORKSHEET (for state use only)**

**ROUTING**  
**CDW**

**X - Change of Operator (Well Sold)**

Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective:

**3/1/2012**

**FROM: (Old Operator):**

N3340 -Enerplus Resources (USA) Corporation  
 950 17th Street Ste 2200  
 Denver CO 80202

Phone: 1 (720) 279-5500

**TO: ( New Operator):**

N2165 -Bill Barrett Corporation  
 1099 18th Street Ste 2300  
 Denver CO 80202

Phone: 1 (303) 312-8115

**CA No.**

**Unit:**

**N/A**

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
WINDY RIDGE ST 34-7	34	020s	010W	4301333982	17005	State	OW	P

**OPERATOR CHANGES DOCUMENTATION**

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 3/1/2012
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 3/1/2012
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 3/19/2012
- Is the new operator registered in the State of Utah: Business Number: 5239043-0143
- (R649-9-2)Waste Management Plan has been received on: Yes
- Inspections of LA PA state/fee well sites complete on: N/A
- Reports current for Production/Disposition & Sundries on: 3/19/2012
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM N/A BIA N/A
- Federal and Indian Units:**  
The BLM or BIA has approved the successor of unit operator for wells listed on: N/A
- Federal and Indian Communization Agreements ("CA"):**  
The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to **Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

**DATA ENTRY:**

- Changes entered in the **Oil and Gas Database** on: 3/21/2012
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 3/21/2012
- Bond information entered in RBDMS on: 3/21/2012
- Fee/State wells attached to bond in RBDMS on: 3/21/2012
- Injection Projects to new operator in RBDMS on: N/A
- Receipt of Acceptance of Drilling Procedures for APD/New on: 3/1/2012

**BOND VERIFICATION:**

- Federal well(s) covered by Bond Number: N/A
- Indian well(s) covered by Bond Number: N/A
- (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number LPM4138148
- The **FORMER** operator has requested a release of liability from their bond on:

**LEASE INTEREST OWNER NOTIFICATION:**

- (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 3/21/2012

**COMMENTS:**

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____	5. LEASE DESIGNATION AND SERIAL NUMBER: ML - 50139
2. NAME OF OPERATOR: Bill Barrett Corporation	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A
3. ADDRESS OF OPERATOR: 1099 18th Street, Suite _____ CITY Denver STATE CO ZIP 80202	7. UNIT or CA AGREEMENT NAME: _____
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1734' FNL, 1325' FEL	8. WELL NAME and NUMBER: Windy Ridge St 34-7
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNE 34 2S 1W U	9. API NUMBER: 4301333982
PHONE NUMBER: (303) 312-8115	10. FIELD AND POOL, OR WILDCAT: Bluebell

COUNTY: Duchesne

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 11/1/11	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BILL BARRETT CORPORATION IS SUBMITTING THIS SUNDRY AS NOTIFICATION THAT THE ABOVE-MENTIONED WELL WILL BE OPERATED BY BILL BARRETT CORPORATION (BOND # 4138148) EFFECTIVE 11/1/11. 3/1/12 PLEASE REFER ALL FUTURE CORRESPONDENCE TO BRADY RILEY AT THE FOLLOWING ADDRESS: per BR

BILL BARRETT CORPORATION  
1099 18TH STREET, SUITE 2300  
DENVER, CO 80202  
PHONE: 303-312-8115  
FAX: 303-291-0420

Huntington T Walker Name (Please Print)  
Bill Barrett Corporation (Operator N2165)  
1099 18th Street, Suite 2300, Denver, CO 80202

Sr. VP - Land (Title)

Abraham T Hall Signature

2/28/12 (Date)

NAME (PLEASE PRINT)

Tracey Fallang

TITLE

Regulatory Manager

SIGNATURE

Tracey Fallang

DATE

2/28/12

(This space for State use only)

APPROVED 03/19/2012  
Earlene Russell  
Division of Oil, Gas and Mining  
Earlene Russell, Engineering Technician

RECEIVED

MAR 01 2012

DIV. OF OIL, GAS & MINING

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL ☒ GAS WELL ☐ OTHER ☐

2. NAME OF OPERATOR:  
Enerplus Resources (USA) Corporation

3. ADDRESS OF OPERATOR:  
950 17th Street Suite 2200 CITY Denver STATE CO ZIP 80202

PHONE NUMBER:  
(720) 279-5500

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 1734 FNL and 1325 FEL

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNE 34 T2S R1W

COUNTY: Duchesne

STATE: UTAH

5. LEASE DESIGNATION AND SERIAL NUMBER:  
FEE

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:  
Windy Ridge 34-7

9. API NUMBER:  
4301333982

10. FIELD AND POOL, OR WILDCAT:  
Undesignated

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

☒ NOTICE OF INTENT  
(Submit in Duplicate)

Approximate date work will start

2/28/2012

☐ SUBSEQUENT REPORT  
(Submit Original Form Only)

Date of work completion:

TYPE OF ACTION

☐ ACIDIZE

☐ ALTER CASING

☐ CASING REPAIR

☐ CHANGE TO PREVIOUS PLANS

☐ CHANGE TUBING

☐ CHANGE WELL NAME

☐ CHANGE WELL STATUS

☐ COMMINGLE PRODUCING FORMATIONS

☐ CONVERT WELL TYPE

☐ DEEPEN

☐ FRACTURE TREAT

☐ NEW CONSTRUCTION

☒ OPERATOR CHANGE

☐ PLUG AND ABANDON

☐ PLUG BACK

☐ PRODUCTION (START/RESUME)

☐ RECLAMATION OF WELL SITE

☐ RECOMPLETE - DIFFERENT FORMATION

☐ REPERFORATE CURRENT FORMATION

☐ SIDETRACK TO REPAIR WELL

☐ TEMPORARILY ABANDON

☐ TUBING REPAIR

☐ VENT OR FLARE

☐ WATER DISPOSAL

☐ WATER SHUT-OFF

☐ OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Change Operator to Bill Barrett Corporation, 1099 18th Street Suite 2300, Denver, CO 80202 effective 2/28/2012

NAME (PLEASE PRINT)

Erin K Joseph

TITLE

Sr Regulatory Analyst

SIGNATURE

DATE

2/28/2012

(This space for State Use Only)

APPROVED 03/19/2012

Earlene Russell  
Division of Oil, Gas and Mining  
Earlene Russell, Engineering Technician

RECEIVED

MAR 01 2012

DIV. OF OIL, GAS & MINING

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		<b>FORM 9</b>
<b>SUNDRY NOTICES AND REPORTS ON WELLS</b>  Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		<b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> ML-50139
<b>1. TYPE OF WELL</b> Oil Well		<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</b>
<b>2. NAME OF OPERATOR:</b> BILL BARRETT CORP		<b>7. UNIT or CA AGREEMENT NAME:</b>
<b>3. ADDRESS OF OPERATOR:</b> 1099 18th Street Ste 2300 , Denver, CO, 80202		<b>8. WELL NAME and NUMBER:</b> WINDY RIDGE ST 34-7
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 1734 FNL 1325 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: SWNE Section: 34 Township: 02.0S Range: 01.0W Meridian: U		<b>9. API NUMBER:</b> 43013339820000
<b>PHONE NUMBER:</b> 303 312-8164 Ext		<b>9. FIELD and POOL or WILDCAT:</b> BLUEBELL
<b>COUNTY:</b> DUCHESNE		<b>STATE:</b> UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION
<input checked="" type="checkbox"/> <b>NOTICE OF INTENT</b> Approximate date work will start: <b>5/28/2012</b>	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PLUG BACK <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> RECLAMATION OF WELL SITE <input checked="" type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> WILDCAT WELL DETERMINATION <input type="checkbox"/> OTHER
<input type="checkbox"/> <b>SUBSEQUENT REPORT</b> Date of Work Completion:	<input type="checkbox"/> APD EXTENSION
<input type="checkbox"/> <b>SPUD REPORT</b> Date of Spud:	OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> <b>DRILLING REPORT</b> Report Date:	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BBC hereby requests permission to recomplete the subject well. The Lower Green River will be perforated and fraced per the procedure attached.

**Approved by the  
Utah Division of  
Oil, Gas and Mining**

Date: May 24, 2012

By: 

<b>NAME (PLEASE PRINT)</b> Venessa Langmacher	<b>PHONE NUMBER</b> 303 312-8172	<b>TITLE</b> Senior Permit Analyst
<b>SIGNATURE</b> N/A	<b>DATE</b> 5/10/2012	





**Windy Ridge State 34-7**  
**RECOMPLETE PROCEDURES**  
Section 34-T2S-R1W  
Duchesne County, Utah  
API # 43-013-33982

**May 9, 2012**

**AFE #**

**OBJECTIVE**

Pull existing rods and tubing, set 5" CIBP above existing perforations, and prepare wellbore for a Lower Green River recomplete. Perforate and frac Lower Green River per the procedure below. Drill out CBP's run tubing and return well to production.

**MATERIAL NEEDS:**

Fresh Water: 12,900 BBL's  
Sand: 650,000 pounds 20/40 White and 70,000 pounds 100 Mesh, to be supplied  
by Service Company

**CURRENT WELL STATUS**

Currently the well is producing 35 BOPD, 30 BWPD, and 32 MCF.

**COMPLETION PROCEDURE**

1. **Safety is the highest priority.** Hold wellsite safety meetings each morning and prior to each significant operation. Review critical parameters and objectives as well as emergency action plans.
2. Hold and document pre-activity meeting, determine location of necessary equipment and rig up of same, be sure all necessary contractors are present and agree as to the layout of location.
3. Spot necessary tanks and flowback equipment to perform the work outlined below and accommodate the materials listed above.
4. Pressure test flowback iron.
5. MIRU workover rig to pull and lay down rods and tubing.
6. Flush well with 400 BBL's heated fresh water using workover rig pump.



7. RDMO workover rig and associated equipment.
8. MIRU WL unit and lubricator.
9. RIH with gage ring to 8,770'.
10. RIH with 5" CIBP set at 8,810' MD.
11. ND production tree and NU frac tree.
12. Pressure test casing and CIBP to 4,500 psi, hold for 15 minutes, monitor and record bleed off.
13. Perforate Stage 1R of Lower Green River as follows:

<b>STAGE 1R</b>				
<b>GUN SYSTEM</b>	3 1/8			
<b>CHARGE</b>	3104 PJO			
	8421	8422	3	120
	8427	8428	3	120
	8457	8458	3	120
	8495	8496	3	120
	8517	8518	3	120
	8535	8536	3	120
	8574	8575	3	120
	8602	8603	3	120
	8623	8624	3	120
	8639	8640	3	120
	8665	8666	3	120
	8676	8677	3	120
	8701	8702	3	120
	8726	8727	3	120
	8744	8746	6	120
	8763	8764	3	120
<b>Total</b>			51	

14. MIRU & spot Frac equipment.
15. Pressures test all lines to 10,000 psi.
16. Fracture stimulate interval # 1R per designs.
17. PU & RIH with 7" CBP and perforating guns.
18. Set CBP @ 8,421'.
19. Perforate Stage 2R of Lower Green River as follows:



<b>STAGE 2R</b>				
<b>GUN SYSTEM</b>	3 1/8			
<b>CHARGE</b>	3104 PJO			
	8149	8150	3	120
	8159	8160	3	120
	8171	8172	3	120
	8181	8182	3	120
	8214	8215	3	120
	8235	8236	3	120
	8251	8252	3	120
	8273	8274	3	120
	8291	8292	3	120
	8330	8331	3	120
	8357	8358	3	120
	8383	8384	3	120
	8400	8401	3	120
<b>Total</b>			39	

20. Fracture stimulate interval #2R per design.

21. PU & RIH with 7" CBP and perforating guns.

22. Set CBP @ 8,128'.

23. Perforate Stage 3R of Lower Green River as follows:

<b>STAGE 3R</b>				
<b>GUN SYSTEM</b>	3 1/8			
<b>CHARGE</b>	3104 PJO			
	7847	7848	3	120
	7863	7864	3	120
	7880	7881	3	120
	7927	7928	3	120
	7949	7950	3	120
	7976	7977	3	120
	7995	7996	3	120
	8007	8008	3	120
	8035	8036	3	120
	8061	8062	3	120
	8083	8084	3	120
	8106	8108	6	120
<b>Total</b>			39	

24. Fracture stimulate Lower Green River interval # 3R per design.

25. PU & RIH with CBP and perforating guns.



26. Set 7" CBP @ 7,775'.

27. Perforate Stage 4R of Lower Green River as follows:

<b>STAGE 4R</b>				
<b>GUN SYSTEM</b>	3 1/8			
<b>CHARGE</b>	3104 PJO			
	7462	7463	3	120
	7477	7478	3	120
	7489	7490	3	120
	7501	7502	3	120
	7525	7526	3	120
	7553	7554	3	120
	7575	7576	3	120
	7586	7587	3	120
	7609	7610	3	120
	7623	7624	3	120
	7648	7649	3	120
	7667	7668	3	120
	7685	7686	3	120
	7707	7708	3	120
	7754	7755	3	120
<b>Total</b>			45	

28. Fracture stimulate Lower Green River interval # 4R per design.

29. PU & RIH with 7" CBP and perforating guns.

30. Set CBP @ +/- 7,300'.

31. RD Halliburton frac equipment, clear location of all unnecessary personnel and equipment.

32. ND frac tree and NU production tree and BOP's.

33. MIRU workover rig unit.

34. Drill out CBP's to 8790'.

35. Top kill well and TOO H with tubing and bit.

36. RIH with open ended tubing and land at +/- 7,700'.

37. Return well to production.

**CASING DATA**

STRING	SIZE	WEIGHT	GRADE	DEPTH
Surface	9-5/8"	36#	J-55	2,412'
Intermediate	7"	29#	N-80	9,033'
Production	5"	18#	L-80	8,790-12,800'

**PRESSURE AND DIMENSIONAL DATA**

SIZE	WEIGHT	GRADE	BURST	COLLAPSE	DRIFT
7"	29#	N-80	8,160 psi	7,020 psi	6.059"
5"	17.0#	I-80	10,810 psi	14,400 psi	3.875"

<b>STATE OF UTAH</b> DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		<b>FORM 9</b>
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<b>3. ADDRESS OF OPERATOR:</b> 1099 18th Street Ste 2300 , Denver, CO, 80202		<b>8. WELL NAME and NUMBER:</b> WINDY RIDGE ST 34-7
<b>4. LOCATION OF WELL</b> <b>FOOTAGES AT SURFACE:</b> 1734 FNL 1325 FEL <b>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> Qtr/Qtr: SWNE Section: 34 Township: 02.0S Range: 01.0W Meridian: U		<b>9. API NUMBER:</b> 43013339820000
<b>PHONE NUMBER:</b> 303 312-8164 Ext		<b>9. FIELD and POOL or WILDCAT:</b> BLUEBELL
<b>COUNTY:</b> DUCHESNE		<b>STATE:</b> UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE  <input type="checkbox"/> CHANGE TO PREVIOUS PLANS  <input type="checkbox"/> CHANGE WELL STATUS  <input type="checkbox"/> DEEPEN  <input type="checkbox"/> OPERATOR CHANGE  <input type="checkbox"/> PRODUCTION START OR RESUME  <input type="checkbox"/> REPERFORATE CURRENT FORMATION  <input type="checkbox"/> TUBING REPAIR  <input type="checkbox"/> WATER SHUTOFF  <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING  <input type="checkbox"/> CHANGE TUBING  <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS  <input type="checkbox"/> FRACTURE TREAT  <input type="checkbox"/> PLUG AND ABANDON  <input type="checkbox"/> RECLAMATION OF WELL SITE  <input type="checkbox"/> SIDETRACK TO REPAIR WELL  <input type="checkbox"/> VENT OR FLARE  <input type="checkbox"/> SI TA STATUS EXTENSION  <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR  <input type="checkbox"/> CHANGE WELL NAME  <input type="checkbox"/> CONVERT WELL TYPE  <input type="checkbox"/> NEW CONSTRUCTION  <input type="checkbox"/> PLUG BACK  <input checked="" type="checkbox"/> RECOMPLETE DIFFERENT FORMATION  <input type="checkbox"/> TEMPORARY ABANDON  <input type="checkbox"/> WATER DISPOSAL  <input type="checkbox"/> APD EXTENSION  OTHER: <input style="width: 100px;" type="text"/>
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <b>7/4/2012</b>			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.  
  

Attached, please find the procedures that took place between 6/22-7/4/12 to recomplete the Lower Green River. A revised completion report with additional information was submitted on 9/25/12. Please contact Brady Riley at 303-312-8115 with questions.

**Accepted by the  
Utah Division of  
Oil, Gas and Mining**

**FOR RECORD ONLY**

October 02, 2012

<b>NAME (PLEASE PRINT)</b> Brady Riley	<b>PHONE NUMBER</b> 303 312-8115	<b>TITLE</b> Permit Analyst
<b>SIGNATURE</b> N/A	<b>DATE</b> 10/2/2012	

**Windy Ridge State 34-7 (Recomplete) 6/22/2012 00:00 - 6/23/2012 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
	UT	Duchesne	South Altamont	PRODUCING		Recompletion

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
00:00	4.00	04:00	RMOV	Rig Move	move in r/u
04:00	2.00	06:00	PURP	Pull Rod Pump	UNSEAT PUMP FLUSH RODS W/ 80 BBLs POOH W/ 42 1" RODS
06:00	18.00	00:00	LOCL	Lock Wellhead & Secure	DOWN TIL MORNING

**Windy Ridge State 34-7 (Recomplete) 6/23/2012 06:00 - 6/24/2012 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
	UT	Duchesne	South Altamont	PRODUCING		Recompletion

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	GOP	General Operations	TRAVEL
07:00	6.00	13:00	PULT	Pull Tubing	CONTINUE LAYING DOWN TUBING 135 JTS 2 7/8 44 JTS OF 2 3/8 R/U EQ. N/D BOP TRY TO INSTALL ISO SLEEVE AND FRAC VALVES NO LUCK LAND DONUT R/D DOWN MOVE OFF
13:00	17.00	06:00	LOCL	Lock Wellhead & Secure	DOWN

**Windy Ridge State 34-7 (Recomplete) 6/25/2012 06:00 - 6/26/2012 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
	UT	Duchesne	South Altamont	PRODUCING		Recompletion

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	GOP	General Operations	Filled 20 Frac Tanks Rigged Up Water Transfer Equipment. Rigged Up FlowBack And SandTrap

**Windy Ridge State 34-7 (Recomplete) 6/27/2012 06:00 - 6/28/2012 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
	UT	Duchesne	South Altamont	PRODUCING		Recompletion

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Killed Well, N/D 5 1/8' 10 K Frac tree & Frac mandrel. N/U 7" 1/16" 5K Full open master valve with flow cross and upper swab valves. R/up hot oiler and flushed casing with 300 bbls of 3% Kcl.

**Windy Ridge State 34-7 (Recomplete) 6/28/2012 06:00 - 6/29/2012 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
	UT	Duchesne	South Altamont	PRODUCING		Recompletion

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com

**Windy Ridge State 34-7 (Recomplete) 6/29/2012 06:00 - 6/30/2012 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
	UT	Duchesne	South Altamont	PRODUCING		Recompletion

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.50	06:30	SMTG	Safety Meeting	HELD SAFETY MEETING W/ ALL CONTRACTOR'S ABOUT DAILY OPERATION'S
06:30	5.00	11:30	SRIG	Rig Up/Down	MIRU SCHLUMBERGER FRAC CREW, WIRELINE TRUCK, CRANE & STINGER ISOLATION TOOL.
11:30	2.00	13:30	CTUW	W/L Operation	R/U SLB WIRELINE. SIWP- 0. RIH W/ 4.0 GAUGE RIG TO 8850'. TAG NOTHING. RIH W/ 18K 5" CIBP. SET PLUG @ 8835'. POOH.
13:30	1.00	14:30	PTST	Pressure Test	TEST 7" CSG & WIRELINE LUBRICATOR TO 4500 PSI FOR 15 MIN, HELD GOOD.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
14:30	2.00	16:30	WLWK	Wireline	MADE -4 CORRECTION ON ALL PERF'S SHOT F/ GAMM RAY LOG. OPEN WELL- O PSI. RIH W/ 3-1/8 3104 PJ OMEGA PERF GUN'S, 16 GRAMS, 120 PHASING, PERF STG #1 F/ 8760' TO 8417'. 51 HOLE'S. ENDING PERF PRESSURE 0. R/D WIRELINE.
16:30	1.50	18:00	SRIG	Rig Up/Down	R/U STINGER & SCHLUMBERGER TO WELLHEAD. SWIFN.
18:00	12.00	06:00	LOCL	Lock Wellhead & Secure	WELLSHUT IN & SECURE.

**Windy Ridge State 34-7 (Recomplete) 6/30/2012 06:00 - 7/1/2012 06:00**

API/UWI	State/Province UT	County Duchesne	Field Name South Altamont	Well Status PRODUCING	Total Depth (ftKB)	Primary Job Type Recompletion
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**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	SMTG	Safety Meeting	HOLD SAFETY MEETING W/ ALL CONTRATORS ABOUT DAILY OPERATION.
07:00	4.00	11:00	FRAC	Frac. Job	R/U SLB FRAC CREW. PRESSURE TEST LINE'S & EQUIPMENT TO 8000 PSI. 10K 5" CFP @ 8835'. PERF'S F/ 8417' TO 8760', TOTAL PERF HOLE'S 51. OPEN WELL 1250 PSI. BREAK DOWN FORMATION @ 2 BPM, 4216 PSI. PUMPED 93 BBL'S 15 % HCL & 102 BIO-BALLS. ISIP-3465. EST HOLE'S OPEN 32. FRAC GRADIENT .84. PUMP X- LINK FRAC ON LOWER GREEN RIVER FORMATION. AVG RATE- 69. MAX RATE-69.8. AVG PSI- 4441. MAX- PSI- 5020. TOTAL BBL'S 3% KCL - 3279. TOTAL X- LINK FLUID - 67,430 GAL. TOTAL 100 MESH SAND - 16,750# TOTAL 20/40 SAND- 156,288#. ISIP- 3550. FRAC GRADIENT .85, EST HOLE'S OPEN 51. R/D SLB OFF OF WELLHEAD.
11:00	1.00	12:00	SRIG	Rig Up/Down	EQUALIZE WELL. R/D STINGER.
12:00	1.50	13:30	PFRT	Perforating	R/U SLB E-LINE. RIH W/ 10K 7" CFP & 3-1/8 3104 PJO PERF GUN'S, 16 GRAMS, 120 PHASING. SET 7" 10K CBP @ 8415'. MADE -4 CORRECTION ON ALL PERF'S SHOT F/ GAMM RAY LOG. PERF STG #2 F/ 8397' TO 8145'. POOH W/ PERF GUN & SETTING TOOL. ALL GUNS FIRED. TOTAL HOLE'S 39. R/D SLB E-LINE.
13:30	1.00	14:30	SRIG	Rig Up/Down	R/U STINGER & TEST CUP'S.
14:30	1.50	16:00	FRAC	Frac. Job	R/U SLB FRAC CREW. PRESSURE TEST LINE'S & EQUIPMENT TO 8000 PSI. 10K CFP @ 8415'. PERF'S F/ 8397' TO 8145', TOTAL PERF HOLE'S 39. OPEN WELL 1242 PSI. BREAK DOWN FORMATION @ 9.2 BPM, 3672 PSI. PUMPED 93 BBL'S 15 % HCL & 78 BIO-BALLS. EST HOLE'S OPEN 37. FRAC GRADIENT .84. PUMP X- LINK FRAC ON LOWER GREEN RIVER FORMATION. AVG RATE- 70. MAX RATE- 70.1. AVG PSI- 4548. MAX- PSI- 4897. TOTAL BBL'S 3% KCL - 3402. TOTAL X- LINK FLUID - 71,677 GAL. TOTAL 100 MESH SAND - 18,053# TOTAL 20/40 SAND- 160,149#. ISIP- 3518. FRAC GRADIENT .86, EST HOLE'S OPEN 39. R/D SLB OFF OF WELLHEAD.
16:00	1.00	17:00	SRIG	Rig Up/Down	EQUALIZE WELL. R/D STINGER.
17:00	2.00	19:00	CTUW	W/L Operation	R/U SLB E-LINE. RIH W/ 10K 7" CFP & 3-1/8 3104 PJO PERF GUN'S, 16 GRAMS, 120 PHASING. SET 7" 10K CBP @ 8128'. MADE -4 CORRECTION ON ALL PERF'S SHOT F/ GAMM RAY LOG. PERF STG #3 F/ 8104' TO 7843'. POOH W/ PERF GUN & SETTING TOOL. ALL GUNS FIRED. TOTAL HOLE'S 39. R/D SLB E-LINE.
19:00	1.00	20:00	SRIG	Rig Up/Down	R/U STINGER & TEST CUP'S. SWIFN.
20:00	10.00	06:00	LOCL	Lock Wellhead & Secure	WELL SHUT IN & SECURE.

**Windy Ridge State 34-7 (Recomplete) 7/1/2012 06:00 - 7/2/2012 06:00**

API/UWI	State/Province UT	County Duchesne	Field Name South Altamont	Well Status PRODUCING	Total Depth (ftKB)	Primary Job Type Recompletion
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**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	SMTG	Safety Meeting	HOLD SAFETY MEETING W/ ALL CONTRATORS ABOUT DAILY OPERATION.



**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
07:00	3.50	10:30	FRAC	Frac. Job	R/U SLB FRAC CREW. PRESSURE TEST LINE'S & EQUIPMENT TO 8000 PSI. 10K 7" CBP @ 8128'. PERF'S F/ 8104' TO 7843', TOTAL PERF HOLE'S 39. OPEN WELL 2945 PSI. BREAK DOWN FORMATION @ 9.2 BPM, 3387 PSI. PUMPED 93 BBL'S 15 % HCL & 78 BIO-BALLS. ISIP-3120. EST HOLE'S OPEN 28. FRAC GRADIENT .82. PUMP X- LINK FRAC ON LOWER GREEN RIVER FORMATION. AVG RATE- 64. MAX RATE- 70. AVG PSI- 4554. MAX- PSI- 5287. TOTAL BBL'S 3% KCL - 3375. TOTAL X- LINK FLUID - 63,325 GAL. TOTAL 100 MESH SAND - 118,101# TOTAL 20/40 SAND- 166,704#. ISIP- 3270. FRAC GRADIENT .84, EST HOLE'S OPEN 51. R/D SLB OFF OF WELLHEAD. R/D SLB OFF OF WELLHEAD.
10:30	1.50	12:00	PFRT	Perforating	R/U SLB E-LINE. RIH W/ 10K 7" CFP & 3-1/8 3104 PJO PERF GUN'S, 16 GRAMS, 120 PHASING. SET 7" 10K CBP @ 7775'. MADE -4' TO -5' CORRECTION ON ALL PERF'S SHOT F/ GAMM RAY LOG. PERF STG #4 F/ 7750' TO 7458'. POOH W/ PERF GUN & SETTING TOOL. ALL GUNS FIRED. TOTAL HOLE'S 45. R/D SLB E-LINE.
12:00	1.00	13:00	SRIG	Rig Up/Down	R/U STINGER & TEST CUP'S.
13:00	3.00	16:00	FRAC	Frac. Job	R/U SLB FRAC CREW. PRESSURE TEST LINE'S & EQUIPMENT TO 8000 PSI. 10K CFP @ 7775'. PERF'S F/ 8397' TO 8145', TOTAL PERF HOLE'S 45. OPEN WELL 1244 PSI. BREAK DOWN FORMATION @ 9.9 BPM, 2144 PSI. PUMPED 93 BBL'S 15 % HCL & 90 BIO-BALLS. EST HOLE'S OPEN 25. FRAC GRADIENT .84. PUMP X- LINK FRAC ON LOWER GREEN RIVER FORMATION. AVG RATE- 71. MAX RATE- 71.2. AVG PSI- 3657. MAX- PSI- 4597. TOTAL BBL'S 3% KCL - 3362. TOTAL X- LINK FLUID - 73,036 GAL. TOTAL 100 MESH SAND - 18,2761# TOTAL 20/40 SAND- 182,018#. ISIP- 1640. FRAC GRADIENT .65, EST HOLE'S OPEN 45. R/D SLB OFF OF WELLHEAD. R/D SLB OFF OF WELLHEAD.
16:00	1.00	17:00	SRIG	Rig Up/Down	EQUALIZE WELL. R/D STINGER.
17:00	2.00	19:00	CTUW	W/L Operation	R/U SLB E-LINE. RIH W/ 10K 7" CBP. SET KILL PLUG @ 7410'. BLEED WELL OFF. POOH W/ SETTING TOOL. WELL DEAD. R/D W/L.
19:00	11.00	06:00	LOCL	Lock Wellhead & Secure	WELL SHUT IN & SECURE. RIGGING DOWN FRAC EQUIPMENT & MOVING OFF LOCATION.

**Windy Ridge State 34-7 (Recomplete) 7/2/2012 06:00 - 7/3/2012 06:00**

API/UWI	State/Province UT	County Duchesne	Field Name South Altamont	Well Status PRODUCING	Total Depth (ftKB)	Primary Job Type Recompletion
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**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	WSI.
07:00	0.50	07:30	SMTG	Safety Meeting	JSA Safety Meeting.
07:30	1.50	09:00	SRIG	Rig Up/Down	RD suction line & Transfer line. Respot & Rig up Batch fluid in frac tanks for drill out.
09:00	1.00	10:00	BOPI	Install BOP's	Bled off Pressure from Csg. ND Frac tree. NU 7 1/16" 2' 5K Spool. NU 7 1/16" 5K Double gate, NU 7 1/16" 5K Drilling Spool, NU 7 1/16" 5K Annular, & function test.
10:00	0.50	10:30	SRIG	Rig Up/Down	RU work floor & Tbg. equip.
10:30	2.50	13:00	GOP	General Operations	Spot Tbg. Float w/ 2 7/8" L80 EUE. 6.5#
13:00	3.00	16:00	RUTB	Run Tubing	PU 6"Hurricane Mill, 2 7/8" reg pin x 3 1/2" reg Box O.D. 3 3/4" . 2 7/8" POB sub 3 1/8" O.D. w/float, 1 Jt. 2 7/8" L80 6.5# Tbg., 2.205" XN Nipple, 1 Jt., 2.313" X Nipple, & Tbg.
16:00	13.50	05:30	LOCL	Lock Wellhead & Secure	Secure well for the night. WSI.

**Windy Ridge State 34-7 (Recomplete) 7/3/2012 06:00 - 7/4/2012 06:00**

API/UWI	State/Province UT	County Duchesne	Field Name South Altamont	Well Status PRODUCING	Total Depth (ftKB)	Primary Job Type Recompletion
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**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com																																																																																																																																																																
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	WSI.																																																																																																																																																																
07:00	0.50	07:30	SMTG	Safety Meeting	JSA Safety Meeting																																																																																																																																																																
07:30	7.00	14:30	DOPG	Drill Out Plugs	Establish Circulation w/ Rig Pump, 2 Bbls./min. Returning 3 Bbls./min. Drill Plugs as follows: Plg @ 7410' Csg.-700# Plg. @ 7775', 15' of sand. Csg.-750# Plg. @ 8128', 20' of sand. Csg.-700# Plg. @ 8415', 25' of sand. Csg.-700# Cleaned out to CIBP @ 8835' Circulate Bottoms up, Increased pump rate to 4 bpm and increased return rate to 4 bpm. 2% oil.																																																																																																																																																																
14:30	0.50	15:00	SRIG	Rig Up/Down	RD Power Swivel.																																																																																																																																																																
15:00	1.00	16:00	PULT	Pull Tubing	Lay down Tbg. Wash Bowl w/ 10 Bbls. @ 4 Bpm. Stage Hanger Thru BOP Stack. Engage Lock down Pins & Test Land Tbg. as follows: Tubing Des: Tubing - ProductionSet Depth (ftKB): 7,414.6                      Run Date: 2012/07/03 18:00 Pull Date: Tubing Components <table><tr><th>Jts (ftKB)</th><th>Item Des Btm (ftKB)</th><th>OD (in)</th><th>ID (in)</th><th>Wt (lb/ft)</th><th>Grade</th><th>Len (ft)</th><th>Top</th></tr><tr><td>1</td><td>Tubing Hanger</td><td>5</td><td>2.441</td><td>6.5</td><td>L-80</td><td>0.4</td><td>0</td></tr><tr><td>0.4</td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td>238</td><td>Tubing 7,347.10</td><td>2 7/8</td><td>2.441</td><td>6.5</td><td>L-80</td><td>7,346.69</td><td>0.4</td></tr><tr><td>1</td><td>X Nipple 7,347.10</td><td></td><td>2 7/8</td><td>2.313</td><td>6.5</td><td>L-80</td><td>1.25</td></tr><tr><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td>1</td><td>Tubing 7,348.30</td><td>2 7/8</td><td>2.441</td><td>6.5</td><td>L-80</td><td>31.58</td><td>7,348.30</td></tr><tr><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td>1</td><td>XN Nipple 7,379.90</td><td>2 7/8</td><td>2.205</td><td>6.5</td><td>L-80</td><td>1.19</td><td>7,379.90</td></tr><tr><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td>1</td><td>Tubing 7,381.10</td><td>2 7/8</td><td>2.441</td><td>6.5</td><td>L-80</td><td>31.59</td><td>7,381.10</td></tr><tr><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td>1</td><td>POB sub 7,412.70</td><td>3 1/8</td><td>2.441</td><td></td><td></td><td>0.85</td><td>7,412.70</td></tr><tr><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td>1</td><td>2 7/8 reg pin X 7,413.60</td><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td></td><td>3 1/2 reg. box 3 3/4 7,414.00</td><td>1.5</td><td></td><td></td><td></td><td>0.45</td><td>7,413.60</td></tr><tr><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td>1</td><td>6" Hurrican mill. 6 7,414.00</td><td></td><td></td><td></td><td></td><td>0.55</td><td>7,414.00</td></tr><tr><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr></table>	Jts (ftKB)	Item Des Btm (ftKB)	OD (in)	ID (in)	Wt (lb/ft)	Grade	Len (ft)	Top	1	Tubing Hanger	5	2.441	6.5	L-80	0.4	0	0.4								238	Tubing 7,347.10	2 7/8	2.441	6.5	L-80	7,346.69	0.4	1	X Nipple 7,347.10		2 7/8	2.313	6.5	L-80	1.25									1	Tubing 7,348.30	2 7/8	2.441	6.5	L-80	31.58	7,348.30									1	XN Nipple 7,379.90	2 7/8	2.205	6.5	L-80	1.19	7,379.90									1	Tubing 7,381.10	2 7/8	2.441	6.5	L-80	31.59	7,381.10									1	POB sub 7,412.70	3 1/8	2.441			0.85	7,412.70									1	2 7/8 reg pin X 7,413.60																3 1/2 reg. box 3 3/4 7,414.00	1.5				0.45	7,413.60									1	6" Hurrican mill. 6 7,414.00					0.55	7,414.00								
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1	6" Hurrican mill. 6 7,414.00					0.55	7,414.00																																																																																																																																																														
16:00	0.50	16:30	SRIG	Rig Up/Down	RD Tbg. equip. & work floor.																																																																																																																																																																
16:30	0.50	17:00	BOPR	Remove BOP's	ND BOP, NU Production Tree.																																																																																																																																																																
17:00	0.50	17:30	SRIG	Rig Up/Down	Tie in sand can to sales line. RD w/o Rig.																																																																																																																																																																
17:30	12.50	06:00	FBCK	Flowback Well	Flow back to sales.																																																																																																																																																																

**Windy Ridge State 34-7 (Recomplete) 7/7/2012 06:00 - 7/8/2012 06:00**

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
	UT	Duchesne	South Altamont	PRODUCING		Recompletion

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00		06:00			

**STATE OF UTAH**  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

AMENDED REPORT ☐ FORM 8  
(highlight changes)

**WELL COMPLETION OR RECOMPLETION REPORT AND LOG**

<b>1a. TYPE OF WELL:</b> OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> DRY <input type="checkbox"/> OTHER _____		<b>5. LEASE DESIGNATION AND SERIAL NUMBER:</b> ML-50139
<b>b. TYPE OF WORK:</b> NEW WELL <input type="checkbox"/> HORIZ. LATS. <input type="checkbox"/> DEEP-EN <input type="checkbox"/> RE-ENTRY <input type="checkbox"/> DIFF. RESVR. <input checked="" type="checkbox"/> OTHER _____		<b>6. IF INDIAN, ALLOTTEE OR TRIBE NAME</b>  
<b>2. NAME OF OPERATOR:</b> BILL BARRETT CORPORATION		<b>7. UNIT or CA AGREEMENT NAME</b>  
<b>3. ADDRESS OF OPERATOR:</b> 1099 18TH ST STE 2300 CITY DENVER STATE CO ZIP 80202		<b>8. WELL NAME and NUMBER:</b> Windy Ridge ST 34-7
<b>4. LOCATION OF WELL (FOOTAGES):</b> AT SURFACE: 1734 FNL 1325 FEL  AT TOP PRODUCING INTERVAL REPORTED BELOW: 1734 FNL 1325 FEL  AT TOTAL DEPTH: 1734 FNL 1325 FEL		<b>9. API NUMBER:</b> 4301333982
<b>10. FIELD AND POOL, OR WILDCAT</b> BLUEBELL		<b>11. QTR/QR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</b> SWNE 34 2S 1W U
<b>12. COUNTY</b> DUCHESNE		<b>13. STATE</b> UTAH

<b>14. DATE SPUDDED:</b> 7/15/2008	<b>15. DATE T.D. REACHED:</b> 9/4/2008	<b>16. DATE COMPLETED:</b> 7/3/2012	ABANDONED <input type="checkbox"/> READY TO PRODUCE <input checked="" type="checkbox"/>	<b>17. ELEVATIONS (DF, RKB, RT, GL):</b> 4998 GR
<b>18. TOTAL DEPTH:</b> MD 12,800 TVD 12,800	<b>19. PLUG BACK T.D.:</b> MD 12,800 TVD 12,800	<b>20. IF MULTIPLE COMPLETIONS, HOW MANY? *</b>		<b>21. DEPTH BRIDGE</b> MD PLUG SET: TVD
<b>22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)</b>			<b>23.</b> WAS WELL CORED? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit analysis) WAS DST RUN? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit report) DIRECTIONAL SURVEY? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit copy)	

**24. CASING AND LINER RECORD (Report all strings set in well)**

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
12.25	9 5/8 J-55	36	0	2,412	2,412	G 545		0	
8.75	7 N-80	29	0	9,033	9,212	LT 585		0	
6.125	5 N-80	18	8,790	12,800	12,800	Prem 120		8960	

**25. TUBING RECORD**

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2 7/8	7,415							

26. PRODUCING INTERVALS					27. PERFORATION RECORD				
FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS	
(A) Lower GR	7,457	8,758			7,457 8,758	0.32	192	Open <input checked="" type="checkbox"/>	Squeezed <input type="checkbox"/>
(B)								Open <input type="checkbox"/>	Squeezed <input type="checkbox"/>
(C)								Open <input type="checkbox"/>	Squeezed <input type="checkbox"/>
(D)								Open <input type="checkbox"/>	Squeezed <input type="checkbox"/>

**28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.**

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
7457' to 8758'	LOWER GREEN RIVER: SEE TREATMENT STAGES 1 - 4

<b>29. ENCLOSED ATTACHMENTS:</b> <input type="checkbox"/> ELECTRICAL/MECHANICAL LOGS <input type="checkbox"/> GEOLOGIC REPORT <input type="checkbox"/> DST REPORT <input type="checkbox"/> DIRECTIONAL SURVEY <input type="checkbox"/> SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION <input type="checkbox"/> CORE ANALYSIS <input type="checkbox"/> OTHER: _____	<b>30. WELL STATUS:</b>  <div style="font-size: 24pt; font-weight: bold; text-align: center;">POW</div>
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**SEP 25 2012**

DIV. OF OIL, GAS & MINING

**31. INITIAL PRODUCTION****INTERVAL A (As shown in item #26)**

DATE FIRST PRODUCED: 7/3/2012		TEST DATE: 7/6/2012		HOURS TESTED: 24		TEST PRODUCTION RATES: →		OIL – BBL: 158		GAS – MCF: 86		WATER – BBL: 573		PROD. METHOD: Flowing							
CHOKE SIZE: 26/64		T.B.G. PRESS. 50		CSG. PRESS. 250		API GRAVITY		BTU – GAS		GAS/OIL RATIO 544		24 HR PRODUCTION RATES: →		OIL – BBL: 158		GAS – MCF: 86		WATER – BBL: 573		INTERVAL STATUS: Producing	

**INTERVAL B (As shown in item #26)**

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

**INTERVAL C (As shown in item #26)**

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

**INTERVAL D (As shown in item #26)**

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

**32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)****33. SUMMARY OF POROUS ZONES (Include Aquifers):**

Show all important zones of porosity and contents thereof; Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

**34. FORMATION (Log) MARKERS:**

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
				GREEN RIVER	2,885
				MAHOGANY	6,502
				Tgr3 Marker	7,443
				HI Marker	7,647
				I Marker	8,004
				K Marker	8,284
				CP70 Correlation Pt	8,764

**35. ADDITIONAL REMARKS (Include plugging procedure)**

Treatment Data attached.

**36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.**

NAME (PLEASE PRINT) Megan Finnegan

TITLE Permit Analyst

SIGNATURE 

DATE 9/25/2012

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

\* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

\*\* ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining  
1594 West North Temple, Suite 1210  
Box 145801  
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340

Fax: 801-359-3940

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**SEP 25 2012**

**Windy Ridge ST 34-7 Report Continued\***

<b>44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)</b>			
<b>AMOUNT AND TYPE OF MATERIAL</b>			
<u><i>Stage</i></u>	<u><i>Gallons Slickwater</i></u>	<u><i>lbs Common White 100 Mesh Sand</i></u>	<u><i>lbs 20/40 White Sand</i></u>
1	35,011	16,750	156,288
2	39,114	18,053	160,149
3	38,007	18,101	166,705
4	38,109	17,335	169,606

\*Depth intervals for frac information same as perforation record intervals.

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**SEP 25 2012**

**DIV OF OIL, GAS & MINING**

**STATE OF UTAH**  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 6

C

**ENTITY ACTION FORM**

Operator: Bill Barrett Corporation  
Address: 1099 18th Street, Suite 2300  
city Denver  
state CO zip 80202

Operator Account Number: N 2165

Phone Number: (303) 312-8172

**Well 1**

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301333982	Windy Ridge St 34-7		SWNE	34	2S	1W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
C	17005	17005				7/13/12	
Comments: Lower Green River Recomplete GRRL 10/31/12							

**Well 2**

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304740605	Windy Ridge Livsey 25-15		SWSE	25	2S	1W	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
C	17441	17441				7/18/12	
Comments: Lower Green River Recomplete GRRL 10/31/12							

**Well 3**

API Number	Well Name		QQ	Sec	Twp	Rng	County
4304751806	FD 11-36-6-19		NESW	36	6S	19E	Uintah
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
C	18343	18343	12/9/2011			3/15/12	
Comments: Lower Green River Recomplete GR-WS 10/31/12							

**ACTION CODES:**

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

Venessa Langmacher

Name (Please Print)

Venessa Langmacher

Signature

Sr Permit Analyst

10/31/2012

Title

Date

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**OCT 31 2012**

## Operator Change/Name Change Worksheet-for State use only

Effective Date: 12/1/2015

<b>FORMER OPERATOR:</b>	<b>NEW OPERATOR:</b>
BILL BARRETT CORPORATION 1099 18TH STREET DENVER CO 80202	AXIA ENERGY II, LLC 1430 LARIMER STREET, SUITE 400 DENVER CO 80202
CA Number(s): N/A	Unit(s): N/A

**WELL INFORMATION:**

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attached List									

**OPERATOR CHANGES DOCUMENTATION:**

1. Sundry or legal documentation was received from the **FORMER** operator on: 12/3/2015
2. Sundry or legal documentation was received from the **NEW** operator on: 12/3/2015
3. New operator Division of Corporations Business Number: 9410352-0161

**REVIEW:**

1. Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: 12/3/2015
2. Receipt of Acceptance of Drilling Procedures for APD on: 12/3/2015
3. Reports current for Production/Disposition & Sundries: 12/7/2015
4. OPS/SI/TA well(s) reviewed for full cost bonding: N/A
5. UIC5 on all disposal/injection/storage well(s) approved on: N/A
6. Surface Facility(s) included in operator change: None
7. Inspections of PA state/fee well sites complete on (only upon operators request): N/A

**NEW OPERATOR BOND VERIFICATION:**

1. Federal well(s) covered by Bond Number: N/A
2. Indian well(s) covered by Bond Number: N/A
3. State/fee well(s) covered by Bond Number(s): LPM9046682a

**DATA ENTRY:**

1. Well(s) update in the **OGIS** on: 12/8/2015
2. Entity Number(s) updated in **OGIS** on: 12/8/2015
3. Unit(s) operator number update in **OGIS** on: N/A
4. Surface Facilities update in **OGIS** on: N/A
5. State/Fee well(s) attached to bond(s) in **RBDMS** on: 12/8/2015
6. Surface Facilities update in **RBDMS** on: N/A

**LEASE INTEREST OWNER NOTIFICATION:**

1. The **NEW** operator of the Fee (Mineral) wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: 12/7/2015

**COMMENTS:**

From: Bill Barrett Corporation  
To: Axia Energy II, LLC  
Effective: December 1, 2015

Well Name	Section	TWN	RNG	API Number	Entity	Mineral	Surface	Type	Status
SA 12-23-22 SWD	23	020S	020W	4301351841		Fee	Fee	WD	APD
SA 5-27-22	27	020S	020W	4301351856		Fee	Fee	OW	APD
SA 15-27D-21	27	020S	010W	4301351987		Fee	Fee	OW	APD
SA 16-27D-23	27	020S	030W	4301352022		Fee	Fee	OW	APD
SA 5-29D-21	29	020S	010W	4301352027		Fee	Fee	OW	APD
SA 5-32D-22	32	020S	020W	4301352119		Fee	Fee	OW	APD
SA 14-26D-22	26	020S	020W	4301352183		Fee	Fee	OW	APD
SA 7-33-22	33	020S	020W	4301352204		Fee	Fee	OW	APD
SA 16-33-23	33	020S	030W	4301352323		Fee	Fee	OW	APD
SA 13-19D-21	19	020S	010W	4301352563		Fee	Fee	OW	APD
12-23-22 South Altamont	23	020S	020W	4301353292		Fee	Fee	OW	APD
SA 1-35D-21	35	020S	010W	4304754056		Fee	Fee	OW	APD
WINDY RIDGE ST 34-7	34	020S	010W	4301333982	17005	State	Fee	OW	P
KILLIAN 34-12	34	020S	020W	4301350407	19203	Fee	Fee	OW	P
10-22-22 SOUTH ALTAMONT	22	020S	020W	4301351053	18560	Fee	Fee	OW	P
13-22-22 SOUTH ALTAMONT	22	020S	020W	4301351160	18587	Fee	Fee	OW	P
3-30-21 SOUTH ALTAMONT	30	020S	010W	4301351586	19145	Fee	Fee	OW	P
SA 16-25-23	25	020S	030W	4301352028	19175	Fee	Fee	OW	P
WINDY RIDGE-LIVSEY 25-15	25	020S	010W	4304740605	17441	Fee	Fee	OW	P
WINDY RIDGE-COOK 25-5	25	020S	010W	4304751225	18749	Fee	Fee	OW	P



STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: (see attached well list)
2. NAME OF OPERATOR: Axia Energy II, LLC		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: N/A
3. ADDRESS OF OPERATOR: 1430 Larimer Street, Suite 400 CITY Denver STATE CO ZIP 80202		7. UNIT or CA AGREEMENT NAME:
PHONE NUMBER: (720) 746-5212		8. WELL NAME and NUMBER: (see attached well list)
4. LOCATION OF WELL FOOTAGES AT SURFACE: (see attached well list)		9. API NUMBER:
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:		10. FIELD AND POOL, OR WILDCAT:
		COUNTY:
		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 12/1/2015	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

AXIA ENERGY II, LLC IS SUBMITTING THIS SUNDRY AS NOTIFICATION THAT THE WELLS LISTED ON THE ATTACHED LIST HAVE BEEN SOLD TO AXIA ENERGY II, LLC BY BILL BARRETT CORPORATION EFFECTIVE 12/1/2015. PLEASE REFER ALL FUTURE CORRESPONDENCE TO THE ADDRESS BELOW.

Axia Energy II, LLC  
1430 Larimer Street, Suite 400  
Denver, CO 80202  
720-746-5212  
(STATE/FEE BOND # LPM9046682a)

BILL BARRETT CORPORATION

AXIA ENERGY II, LLC

Duane Zavadi NAME (PLEASE PRINT)  
Duane Zavadi SIGNATURE  
Senior Vice President -  
EH&S, Government and Regulatory Affairs

Jess Penio NAME (PLEASE PRINT)  
Jess Penio SIGNATURE  
Vice President -  
Drilling & Regulatory

NAME (PLEASE PRINT) Adam Sayers  
SIGNATURE Ad S

TITLE President  
DATE 11/23/15

(This space for State use only)

APPROVED

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## UDOGM CHANGE OF OPERATOR WELL LIST

API Well Number	Well Name	Status	Qtr/Qtr	Section	Township-Range)
43-013-51841	SA 12-23-22 SWD	APD	NWSW	23	2S-2W
43-013-51856	SA 5-27-22	APD	SWNW	27	2S-2W
43-013-51987	SA 15-27D-21	APD	NWSE	27	2S-1W
43-013-52022	SA 16-27D-23	APD	SESE	27	2S-3W
43-013-52027	SA 5-29D-21	APD	SESW	29	2S-1W
43-013-52119	SA 5-32D-22	APD	SWNW	32	2S-2W
43-013-52183	SA 14-26D-22	APD	SESW	26	2S-2W
43-013-52204	SA 7-33-22	APD	SWNE	33	2S-2W
43-013-52323	SA 16-33-23	APD	SESE	33	2S-3W
43-013-52563	SA 13-19D-21	APD	SWSW	19	2S-1W
43-047-54056	SA 1-35D-21	APD	NENE	35	2S-1W
43-013-53292	12-23-22 SOUTH ALTAMONT	APD	NWSW	23	2S-2W
<del>43-013-53311</del>	13-30-21 SA	New Permit (Not yet approved or drilled)	SWSW	30	2S-1W
<del>43-013-53310</del>	10-32-22 SA	New Permit (Not yet approved or drilled)	NWSE	32	2S-2W
43-047-40605	WINDY RIDGE-LIVSEY 25-15	PR	SWSE	25	2S-1W
43-013-33982	WINDY RIDGE STATE 34-7	PR	SWNE	34	2S-1W
43-013-51053	10-22-22 SOUTH ALTAMONT	PR	NWSE	22	2S-2W
43-013-51160	13-22-22 SOUTH ALTAMONT	PR	SWSW	22	2S-2W
43-047-51225	WINDY RIDGE-COOK 25-5	PR	SWNW	25	2S-1W
43-013-50407	KILLIAN 34-12	PR	NWSW	34	2S-2W
43-013-52028	SA 16-25-23	PR	SESE	25	2S-3W
43-013-51586	3-30-21 SOUTH ALTAMONT	PR	NENW	30	2S-1W

Removed

STATE OF UTAH  
DEPARTMENT OF NATURAL RESOURCES  
DIVISION OF OIL, GAS AND MINING

**Request to Transfer Application or Permit to Drill**

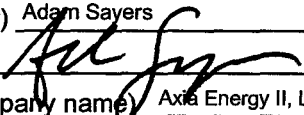
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

<b>Well name:</b>	(See attached list)
<b>API number:</b>	
<b>Location:</b>	Qtr-Qtr:          Section:          Township:          Range:
<b>Company that filed original application:</b>	Bill Barrett Corporation
<b>Date original permit was issued:</b>	
<b>Company that permit was issued to:</b>	Bill Barrett Corporation

Check one	Desired Action:
<input checked="" type="checkbox"/>	<b>Transfer pending (unapproved) Application for Permit to Drill to new operator</b>
<input type="checkbox"/>	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input type="checkbox"/>	<b>Transfer approved Application for Permit to Drill to new operator</b>
<input type="checkbox"/>	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> If so, has the surface agreement been updated?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Has the approved source of water for drilling changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Is bonding still in place, which covers this proposed well? Bond No. <u>LPM9046682a</u>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Adam Sayers  
Signature   
Representing (company name) Axia Energy II, LLC

Title President  
Date 12/01/2015

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The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

## APPROVED PERMITS TO TRANSFER

API Well Number	Well Name	Qtr/Qtr	Section	Township-Range)
43-013-51841-00-00	SA 12-23-22 SWD	NWSW	23	2S-2W
43-013-51856-00-00	SA 5-27-22	SWNW	27	2S-2W
43-013-51987-00-00	SA 15-27D-21	NWSE	27	2S-1W
43-013-52022-00-00	SA 16-27D-23	SESE	27	2S-3W
43-013-52027-00-00	SA 5-29D-21	SESW	29	2S-1W
43-013-52119-00-00	SA 5-32D-22	SWNW	32	2S-2W
43-013-52183-00-00	SA 14-26D-22	SESW	26	2S-2W
43-013-52204-00-00	SA 7-33-22	SWNE	33	2S-2W
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43-013-52563-00-00	SA 13-19D-21	SWSW	19	2S-1W
43-047-54056-00-00	SA 1-35D-21	NENE	35	2S-1W
43-013-53292-00-00	12-23-22 SOUTH ALTAMONT	NWSW	23	2S-2W